

VOYAGE OF THE DAMNED

Screenplay

by

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FIRST DRAFT

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"VOYAGE OF THE DAMNED"

FADE IN:

BLACK SCREEN: A beat of silence - followed by: A
legend is SUPERED OVER:

"This film is dedicated to the 937 men, women and children who boarded the German Ocean Liner, 'St. Louis' in the port of Hamburg, May 13, 1939."

LEGEND OFF. MAIN TITLES START OVER the black screen as on the TRACK we HEAR the following in synch with the titles:

- a) F.D.R. delivering a fireside chat.
- b) Mel Allen broadcasting a New York Yankee game.
- c) Jack Benny radio show "Jello Again."
- d) The Lone Ranger - "Hi Ho Silver - away!"
- e) Don Dunphy ringside broadcasting the Joe Louis-Billy Conn fight.

CROSS FADES:

- f) B.B.C. announcing the fall of Madrid to the Fascist Forces of General Franco.
- g) Neville Chamberlain announcing "Peace in Our Time," The Munich Agreement.

CROSS FADES:

- h) French Premier Blum affirming the Munich Agreement followed by the "Marseilles" which CROSS FADES with -
- i) Thousands of voices in German singing "Deutschland Uber Alles" and coming through this -
- j) Hitler's frenzied speech punctuated by mass screams of "Sieg Heil." This reaches a peak and FADES OUT with the FINAL CREDIT.

FADE UP:

EXT. HELICOPTER SHOT - THE ST. LOUIS - DAWN

Slowly plowing through a gentle sea, the skyline of Hamburg in the distance.

LEGEND ON:

"The St. Louis approaching Hamburg Harbor, May 11, 1939."

LEGEND OFF. CAMERA MOVES IN on the St. Louis. We notice the red and black swastika flying from the fantail. A small pilot boat is off her port bow.

INT. BRIDGE - ST. LOUIS - DAWN

We see a seaman manning the wheel, and officers standing on either side peering out of the forward windows. They are dressed in the formal dark uniforms of the Hamburg-American Lines. The man to the left wears the two gold bars of a First Officer. He is thirtyish, blond and handsome. PAUL OSTERMEYER. The man to the right wears the four gold bars of a Captain. His face is seamed and creased by years of sea and sun. He is CAPTAIN GUSTAV SCHROEDER.

CAPT. SCHROEDER

Prepare to pick up pilot.

OSTERMEYER

(nods, picks up
engine room phone)

Stop all engines.

He moves the engine indicators to "stop." The Captain turns away from the window and addresses Ostermeyer.

CAPT. SCHROEDER

Have Mueller report to my cabin.

OSTERMEYER

Yes sir.

The Captain turns and leaves. Ostermeyer presses a button on the intercom panel.

OSTERMEYER

Attention. Ship's Purser Mueller
report to the Captain's cabin.

He repeats this, releases the button, picks up an electric megaphone, and steps out onto the exterior wing of the bridge.

INT. CAPTAIN'S CABIN - DAWN

The sitting room is wide and comfortable, but not luxurious. There are leather chairs and a large desk. Behind the desk, on the wall, is a large St. Christopher image.

(CONTINUED)

CONTINUED:

The Captain's desk is bare, except for a blue telex. Schroeder stands behind his desk fingering the telex. A beat, then a KNOCK at the door.

CAPT. SCHROEDER

Come in.

The ship's Purser FRANK MUELLER is thirty-five, alert and intelligent.

CAPT. SCHROEDER

Sit down, Frank.

Mueller sits in front of the desk. The Captain slides the telex across to Mueller.

CAPT. SCHROEDER

I've been over this message a thousand times. It's from Holthusen.

Mueller reads it, and returns it.

MUELLER

The message seems to be rather simple.

CAPT. SCHROEDER

(sits)

We have never before received a coded message. Why? Why in code?

(reads)

'Report upon docking to discuss a "special" voyage. A voyage which will be capacity.' We haven't had a capacity trip in three years.

MUELLER

(shrugs)

Perhaps a tour group of some sort.

CAPT. SCHROEDER

There are no tours. Every male German is occupied by service to the Reich.

MUELLER

Well, in an hour we will be tied-up and you'll meet with Holthusen. I'm certain you're unduly concerned.

CAPT. SCHROEDER

I mistrust Holthusen.

(CONTINUED)

CONTINUED: (2)

MUELLER

Holthusen is merely following orders.

CAPT. SCHROEDER

(smiles and rises)

That is all one hears these days.

He walks to the wall and looks up at the St. Christopher carrying the Christ Child.

MUELLER

Captain, I have said before, it would be easier for you if you joined the party.

CAPT. SCHROEDER

(he turns, faces Mueller)

I believed in the Republic. But this, this state of gangsters, this is not my Germany.

He comes back to his desk, picks up the cable, glances at it, then stares intently at Mueller.

CAPT. SCHROEDER

'Capacity voyage'... capacity what?

EXT. BUILDING - HAMBURG - STREET - DAY

There is a long line of people. Men, women, children, waiting to enter the building's entrance. Five black, uniformed Gestapo men lounge in front of the entrance watching the line. CAMERA MOVES IN on a sign in German over the entrance. A TITLE IN ENGLISH COMES UP; it reads "AGENCY FOR JEWS."

INT. WAITING ROOM - JEWISH AGENCY - DAY

A wide room lined with benches. The room is bedlam of men, women and children. They crowd around a harassed man who tries to field their questions about visas. A GESTAPO MAN stands at a door leading to an inner room. The door opens occasionally, and a WOMAN OFFICIAL comes out and calls a name. The owner of the name goes to the woman and receives the visa. This done, the woman official goes back inside and the bedlam resumes.

INNER OFFICE - JEWISH AGENCY - DAY

A middle-aged, Jewish man, BRODER, sits at a desk.

(CONTINUED)

CONTINUED:

Opposite him is a well-dressed, Latin looking man, REYES, who constantly smiles. A pile of Cuban visas are on the desk. There is a long file of names scattered on sheets across the desk. At another desk, the woman official speaks rapidly over the phone. A GESTAPO COLONEL stands behind Broder.

BRODER

(to Reyes)

You're certain, Senor Reyes, that these are authentic visas?

REYES

They will be honored by the government of Cuba.

GESTAPO COLONEL

(to Broder)

Never mind about that, Broder. Just fill the quota.

BRODER

If these people embark on this voyage with their last Reichmarks spent on useless visas, I am responsible.

GESTAPO COLONEL

You are responsible only for your own life! You are permitted to operate this agency by sanction of Section IV-B-4 in order to help us rid the Reich of your fellow Jews. Your orders are quite clear. Select 937 Jews for the St. Louis.

BRODER

But on what basis? Who shall be permitted to leave?

GESTAPO COLONEL

On the basis we have always used. Those who can pay. From Berlin, from Buchenwald, from Dachau, from Frankfort, from Stuttgart. You have your lists. Those who can pay!

REYES

Exactly. This is merely a matter of negotiation.

BRODER

It is a matter of deception.

(CONTINUED)

CONTINUED: (2)

GESTAPO COLONEL

Call the next name, Broder!

BRODER

(to woman official)

Weiler, Professor Klaus and Rebecca Weiler.

He hands two visas to the woman official who takes them and starts out.

REYES

It's remarkable. So many Jews are professional people.

GESTAPO COLONEL

Yes. These handful of miserable Hebrews had a deathlock on the Reich. Isn't that so, Herr Broder?

BRODER

We believed we were Germans, perhaps that was our deathlock.

EXT. WAITING ROOM

The door opens. The room is hushed. The woman official calls out the name "WEILER."

CLOSE

An elderly couple seated on a bench. The MAN is almost catatonic. He stares ahead at nothing. His wife REBECCA realizes it is her name that is being called. She squeezes his arm.

REBECCA WEILER

Our name! Our visas!

The Professor shows no reaction. She gets up and pushes her way through the people who stare enviously at her. She reaches the woman official.

WOMAN OFFICIAL

Passports please.

Mrs. Weiler shows the passports stamped with a red "J." The woman official examines them briefly, then hands the visas to Mrs. Weiler.

(CONTINUED)

CONTINUED:

WOMAN OFFICIAL

The St. Louis departs tomorrow.
You must be at Pier 76 by four p.m.

The woman official goes back inside. The babble resumes, as Rebecca Weiler makes her way back to her husband.

EXT. COMPOUND - RINGED WITH BARBED WIRE - DACHAU - DAY

A line of men with scruffy, shaven heads wearing striped woolen garments, some with yellow stars sewn over the right breast. They stand in front of a barbed wire fence. They bear the look of men for whom all hope is gone. Behind them other prisoners are digging a long ditch. An S.S. squad commanded by a COLONEL strides INTO FRAME. The Colonel holds a long telex in his hand. His AIDE calls "ATTENTION." The men stare at the Colonel.

COLONEL

Pozner! Step forward!

CLOSE SHOT - AARON POZNER

He is well built, once handsome man of thirty-five. A teacher of languages. He does not respond to the Colonel's command.

COLONEL

Pozner, Aaron! Step out!

Pozner now takes a slight step forward. One of the S.S. men propels him toward the Colonel.

COLONEL

Manasee, Joseph!

Another man of perhaps thirty-eight, ascetic looking, a former teacher of biochemistry at Heidelberg University steps forward and joins Pozner.

COLONEL

Berg, Leo!

A middle-aged man comes forward. His mouth trembles with fear. He slumps to his knees in front of the Colonel.

BERG

I was promised! I was told I
would live!

The S.S. man yanks him to his feet.

(CONTINUED)

CONTINUED:

COLONEL

You three will be given clothes and taken to Nuremburg station. From there you must find your own way to Pier 76, Hamburg-American lines to board the St. Louis. Visas have been obtained in your names for passage to Cuba!

The men look with utter disbelief. They are then propelled along by S.S. guards. The other prisoners watch. A beat... and they are herded off.

CLOSE - S.S. COLONEL AND AIDE

watching Manasee, Pozner and Berg moving off. They begin to walk. CAMERA TRACKS with them.

S.S. AIDE

Why do we release these Jews?

COLONEL

The orders are from the Reich Ministry of Propaganda. What does it matter, three miserable Jews? I am concerned only that our own work moves ahead.

S.S. AIDE

The last of the foundations are being poured. Colonel, are you at liberty to say what will be built on these foundations?

COLONEL

Ovens...

S.S. AIDE

Ovens? To what purpose?

COLONEL

For bread, Lieutenant... to make bread.

EXT. A SPEEDING TRAIN - DAY

HOLD for a beat - then:

CUT TO:

INT. PASSENGER COMPARTMENT - TRAIN - DAY

There are civilians seated amongst a sprinkling of the military. CAMERA MOVES IN on FRITZ and ELISE LOEWE. He is a handsome man in his late forties. He smokes incessantly, checks his watch. He speaks in a whisper. His eyes have dark circles under them and their pupils reflect terror. He holds the visas in his hand. His wife is blonde and somewhat younger. In front of them is their daughter, RUTH, nineteen, pretty and blonde. In the window seat alongside Ruth is a young GERMAN AIR FORCE OFFICER. He chats softly with Ruth. To the left of Fritz Loewe, in the opposite aisle seat, is an attractive brunette woman, ALICE FIENCHILD. She is travelling alone.

FRITZ
(indicates his
daughter and
German officer
and whispers
to his wife)

Ruth shouldn't talk to him. I told
her to speak to no one.

ELISE
It's alright, Fritz. He's not S.S.
or Gestapo.

FRITZ
It's dangerous. They're looking
for me.

ELISE
We have the visas. We're safe.
Tomorrow we'll be on the boat.

FRITZ
It's never safe... never. Ruth
should be careful.

Elise clutches his hand.

ELISE
Please, please, be calm. We're safe.

A moment. Then Alice Fienchild leans across the aisle and touches Fritz Loewe's arm. His arm jumps reflexively and he stares at Alice in alarm. She smiles at Loewe.

ALICE FIENCHILD
I see you have the Cuban visas
for the St. Louis. I, too, am
going. My husband is still here,
but my children are in Havana.

(CONTINUED)

CONTINUED:

FRITZ

I have nothing to say to you, Madam.
I know nothing about Cuba.

Alice looks puzzled. Then turns away and stares out the window.

CLOSE TWO - RUTH LOEWE AND GERMAN OFFICER

OFFICER

Have you been to the dining car?

RUTH

No, my Father has forbidden me to leave my seat.

OFFICER

Then perhaps you would share a sandwich with me?

RUTH

I'd love to, I'm starved. We left Berlin early this morning.

OFFICER

A moment.

He rises, steps into the aisle and reaches up above into the rack. Fritz Loewe watches him in total fear as the young officer removes a canvas bag and sits back down. He opens it and takes out a sandwich and a bottle of wine. He hands Ruth the sandwich and begins to work on the bottle of wine with a corkscrew.

OFFICER

Where are you going?

RUTH

To Cuba.

He pops the cork and pours some wine into a cup and hands it to her.

OFFICER

A vacation in the sun?

She sips the wine and smiles.

RUTH

No, we're leaving Germany for good.

(CONTINUED)

CONTINUED:

OFFICER

For good?

RUTH

Yes, we're Jews.

His face clouds up.

OFFICER

I'm sorry.

RUTH

It's alright. I hear Havana is a gay city.

OFFICER

Yes, that's what they say.

They continue to eat in silence.

RUTH

Are you a flier?

OFFICER

A test pilot.

RUTH

Do you think there will be war?

OFFICER

(shrugs)

Who knows? One simply follows orders.

EXT. THE TRAIN

speeds along through the rolling hills.

EXT. A STATELY HOME ON A BERLIN STREET - DAY

There is an open truck with laborers loading furniture, crystal chandeliers and antiques.

INT. LIVING ROOM - THE SPANIERS - DAY

BABETTE SPANIER is a handsome, aristocratic woman in her late thirties. DR. MARK SPANIER is tall, thin and distinguished looking man of forty-two. There are two small girls playing hide and seek among the stacked furniture. RENEE, eight, and INES, five. They run between the MOVERS. Babette catches the arm of Renee and slaps her across the face. The child cries.

(CONTINUED)

CONTINUED:

BABETTE

Go to your room! We leave in ten minutes! Go now... this minute!

The girls leave and Babette bursts into tears. Mark Spanier puts his arms around her.

DR. SPANIER

It's alright... it's alright.

She pulls away.

BABETTE

Oh, Mark, all our things... all our precious things... twenty years, all gone for nothing.

DR. SPANIER

'Things' don't matter. We're saved, Babette.

BABETTE

I can't believe this is happening to us. My family has been in the Ruhr Valley for three hundred years. We are Germans.

DR. SPANIER

We were Germans.

(he puts his arms
around her)

Maybe Cuba will be a new start.

BABETTE

(pulls apart)

For us as well?

DR. SPANIER

Yes, for us as well.

A beat as their arms go around each other.

NEW ANGLE

There is a loud KNOCK and they turn. Standing in the doorway is a young S.S. Captain, OTTO LEMMLE. He salutes.

CAPT. LEMMLE

My staff car is waiting, Doctor.
I will escort you to Hamburg.

(CONTINUED)

CONTINUED:

DR. SPANIER
(nods, and to Babette)
Babette, get the girls.

She leaves. He walks to the young Captain and shakes his hand.

DR. SPANIER
This is very kind of you.

CAPT. LEMMLE
I could do no less. My Father asked
me to see you through to the port.
We will pass the night in Witten-Burge.

DR. SPANIER
How is your Father?

CAPT. LEMMLE
He's well... thanks to you, Doctor.

DR. SPANIER
You realize, there could be grave
jeopardy in this for you if we're
stopped?

CAPT. LEMMLE
We won't be stopped. You and your
family do not have the usual Jewish
characteristics.

Mark Spanier smiles a small ironic smile.

EXT. HAMBURG-AMERICAN LINES BUILDING - DAY

The building flies the flag of Hamburg-American Lines, side by side with an enormous swastika flag. A Mercedes sedan pulls up in front of the building. The driver opens the rear door and Captain Schroeder, in uniform, steps out, and goes inside.

INT. OFFICE - HAMBURG-AMERICAN LINES - DAY

Schroeder walks through a large room with Dickensonian men seated on high stools entering figures in ledger books. There are pictures of early steamships on the walls. Captain Schroeder reaches a desk at the far side of the room. A CLERK is seated at the desk. He looks up at the Captain.

CLERK
Good afternoon, Captain. Go
right in.

(CONTINUED)

CONTINUED:

Captain Schroeder goes to a nearby door with the name "ERIC HOLTHUSEN" and just below, "DIRECTOR GENERAL." Captain Schroeder goes inside.

INT. HOLTHUSEN'S OFFICE - DAY

Large, comfortable, with windows facing the street. The dominant and only decorative item on the wall is a large framed photograph of Adolph Hitler. HOLTHUSEN has grey hair, a paunch, and nervous eyes. His face lights up with a sunny smile as soon as Captain Schroeder enters. Holthusen extends his hand and they shake hands.

HOLTHUSEN

A pleasure, Captain, as always.
Please sit down.

Schroeder sits in an easy chair in front of the desk. Holthusen remains standing and smiling.

HOLTHUSEN

A cognac?

CAPT. SCHROEDER

No, thank you.

HOLTHUSEN

You're certain? I have a French Armagnac 1927, excellent body.

CAPT. SCHROEDER

No, thank you.

HOLTHUSEN

A cigar? Cuban, hand rolled, pure leaf?

He takes out the blue telex and drops it on the desk. Holthusen loses the smile for an instant.

CAPT. SCHROEDER

I would like to get to the point of this. Why was it transmitted in code?

HOLTHUSEN

I was directed to send it in code.
(smiles again)

You're certain about the Armagnac?

Schroeder shakes his head "no." Holthusen turns away from Schroeder and pours some cognac from a decanter. He holds the glass.

(CONTINUED)

CONTINUED:

HOLTHUSEN

To the St. Louis - to the next voyage.

He sips, savors and sits.

CAPT. SCHROEDER

(cold, calm and tough)

I warn you, if I am not given the full facts of this voyage, you have my resignation.

Holthusen takes a cigar out of a humidifier and lights it, puffing great clouds of smoke up to the ceiling.

HOLTHUSEN

Marvelous cigar. These Cubans have a way with tobacco and sex, don't you think?

(as Schroeder stares at him)

Yes, well, you sail on the thirteenth with nine hundred and thirty-seven passengers. A capacity cruise from Hamburg to Havana.

CAPT. SCHROEDER

What kind of passengers?

HOLTHUSEN

Jews... Jews who have been granted exit visas from the Reich and entry visas from the Cubans.

CAPT. SCHROEDER

Why are these Jews suddenly being permitted to leave?

HOLTHUSEN

(shrugs)

I have no idea. The orders are from Dr. Goebbels himself.

Schroeder continues to stare at him. Holthusen stands and leans forward on the desk.

HOLTHUSEN

For God's sakes, Schroeder, I am not in control of this company any more. Don't you understand? Hamburg-American Lines belong to the Reich.

(CONTINUED)

CONTINUED: (2)

CAPT. SCHROEDER

Is that why I must tolerate Gunther and those S.S. men in the engine room masquerading as firemen?

HOLTHUSEN

We have become tools of a greater German design than merely transporting passengers. Believe me, Herr Schroeder, there are certain matters that must remain unsaid.

Schroeder realizes he will get no farther with Holthusen. He rises and paces about the room.

CAPT. SCHROEDER

Will these Cuban visas be honored by their government?

HOLTHUSEN

Our man in Havana, Louis Clasing, thinks so, and I have no reason to believe otherwise.

Schroeder stops pacing and turns toward Holthusen.

CAPT. SCHROEDER

That's all you know? I am to take nine hundred and thirty-seven Jews to Havana?

HOLTHUSEN

Those are my orders.

CAPT. SCHROEDER

I tell you now, these people will be treated with respect. I will not tolerate the slightest offense to the passengers aboard my ship. Do you understand?

HOLTHUSEN

(smiles)

Perfectly... and I wish you bon voyage. And Captain, needless to say, the very highest people in the Reich will be watching this voyage.

CAPT. SCHROEDER

I care only for the safety of my passengers.

He starts for the door.

(CONTINUED)

CONTINUED: (3)

HOLTHUSEN

Herr Schroeder!

Schroeder stops and turns.

HOLTHUSEN

I still do not see the golden
swastika on your sleeve.

CAPT. SCHROEDER

I hear we now burn that noble symbol
into the flesh of people in
concentration camps. Auf wiedersehen,
Herr Holthusen...

He goes out. Holthusen stares at the door for a moment,
then presses a button on an intercom.

HOLTHUSEN

Get me Clasing in Havana.

He releases the button, takes a long drag on the cigar, blows
the smoke up at the ceiling.

DISSOLVE TO:

EXT. PIER 76 - THE ST. LOUIS - NIGHT

The ship is ablaze with lights. It sits at the dock like
some sleek monolithic monster being serviced by a small
army of longshoremen, cargo cranes, and open trucks laden
with vegetables and supplies. The night breeze tosses the
huge illuminated swastika on the fantail. CAMERA HOLDS
for a beat.

INT. ST. LOUIS - SOCIAL HALL - MAIN DECK - NIGHT

Three hundred crew members smoke and chat in the huge ornate
room. They stand facing a raised stage where Mueller and
Ostermeyer stand. Over the top of the stage is a large
blow-up of Hitler. There is a sudden hush as Captain
Schroeder strides onto the stage and walks up to a standing
microphone. Schroeder stands impassively waiting for the
last of the chatter to cease.

CAPT. SCHROEDER

I have called this ship's muster
to explain why shore leave was not
granted on arrival this morning,
and why we are refueling and
reloading around the clock.

(MORE)

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER (cont'd)

(he pauses)

We are preparing to sail at six p.m.
tomorrow for Havana, Cuba.

(there is a
brief buzz)

We will be carrying nine hundred
thirty-seven men, women and children.
They are Jews who have been compelled
by circumstances to leave Germany.
I want to inform all of you that I
expect these passengers to be treated
with every courtesy, in the finest
traditions of the Hamburg-American
Line. Any of you who do not wish to
service this voyage, please step
forward and sign off now.

Schroeder stares out at the crew members. A long beat.
No one comes forward.

CAPT. SCHROEDER

Thank you. Dismissed.

The babble resumes as the crew members stream out.
Schroeder turns to Mueller and Ostermeyer.

MUELLER

Captain, I received an order from
Holthusen to downgrade the quality
of all provisions for this voyage.
My original requisition has been
cut thirty percent.

CAPT. SCHROEDER

I am giving you a direct order,
restore the requisition to the
usual standards.

MUELLER

(smiles)

Yes, sir.

Mueller turns, goes out. The Captain turns to Ostermeyer.

CAPT. SCHROEDER

I didn't see Gunther. Where is he?

OSTERMEYER

He left the ship early this morning.

CAPT. SCHROEDER

You gave him my order that no one
was to leave?

(CONTINUED)

CONTINUED: (2)

OSTERMEYER

Yes, sir. He said it was an emergency. He would be back in the morning.

CAPT. SCHROEDER

Have him report to me the moment he comes aboard.

OSTERMEYER

Yes, sir.

The Captain leaves. Ostermeyer watches him go.

EXT. FANTAIL - ST. LOUIS - NIGHT

Seamen are loading supplies. The Captain comes INTO FRAME and watches the aft cargo boom bringing crates up from the dock toward the cargo hold. He goes past the men working in their tee-shirts in the warm May night. He walks a few more feet, then stops as he sees the swastika gently blowing in the breeze. The CAMERA GOES IN TIGHT on the swastika.

DISSOLVE TO:

CLOSE - SWASTIKA - ILLUMINATED BY SPOTLIGHTS - NIGHT

CAMERA PULLS BACK and we see a large grey building with two S.S. Guards at either side of the entrance. There are several black Mercedes sedans parked with the flag of the "ABWEHR" (German Intelligence) attached to their fenders. HOLD - then:

SUPER A LEGEND

"German Military Intelligence Headquarters - Berlin, May 12, 1938."

LEGEND OFF.

INT. ADMIRAL CANARIS' OUTER OFFICE - NIGHT

There is a BLOND OFFICER at a desk who wears the grey uniform with red trim of the Abwehr. Another MAN, in civilian clothes, sits in a leather chair. He is thirty-five, slightly built with a constant nervous mannerism of picking imaginary lint from his suit. He is OTTO GUNTHER, ship steward of the St. Louis. There are framed photos on the wall of the Kaiser and of Hitler. A BUZZER on the desk sounds. The officer picks up the phone, listens for a moment.

(CONTINUED)

CONTINUED:

ABWEHR OFFICER

(on phone)

At once. Yes, sir.

He hangs up, looks at Gunther.

ABWEHR OFFICER

Admiral Canaris is ready for you.

Gunther nods, rises and goes to two large floor to ceiling doors, opens them and goes in.

INT. CANARIS' OFFICE - NIGHT

The office is large and spotless with a high vaulted ceiling. CANARIS is a tall, thin man in his middle years. He is prematurely grey-haired, with deceptively kind eyes. He stands behind his desk peering out the window. He hears Gunther enter and close the door, but he does not turn around. Gunther stands nervously for a beat. Then clears his throat.

CANARIS

(still looking out
the open French
window)

Good evening, Gunther.

GUNTHER

Good evening, Admiral.

CANARIS

(not turning)

There is no city in the world as romantic as Berlin in May. Paris is a myth compared to Berlin.

GUNTHER

I have never been to Paris.

CANARIS

Yes, I am aware. I am aware of every city you have been in since you were born. Sit down.

Canaris turns to Gunther who sits in front of the desk. Canaris opens a cigarette case, takes out a long colored cigarette and offers one to Gunther.

GUNTHER

No, I don't smoke.

(CONTINUED)

CONTINUED:

CANARIS

Yes, I know.

(he lights the
cigarette)

Did you have trouble leaving the
ship?

GUNTHER

The First Officer objected, but it
was no problem.

CANARIS

The St. Louis departs tomorrow at
six p.m. for Havana with a cargo of
nine hundred thirty-seven Jews. On
arrival in Havana you will be
contacted by our man Robert Hoffman.
He will pass to you preliminary data
concerning American sonar. Do you
know the word 'sonar?'

GUNTHER

No, sir.

CANARIS

It's a device that sends electric
impulses through the water that make
contact with submerged metal objects,
disclosing their location, direction
and speed.

GUNTHER

(smiles)

This sounds like a dream of a madman.

CANARIS

On the contrary, our scientists
tell me this is entirely possible
and if it is true, our submarines
will be in jeopardy. So you see
the importance of this mission. We
call it 'Operation Sunshine.' Any
questions?

GUNTHER

Why are these Jews being permitted
to leave?

CANARIS

Perhaps Goebbels and Himmler are
hoping to demonstrate to the world
that we are not a nation of killers.

(CONTINUED)

CONTINUED: (2)

GUNTHER

There is no more noble project for the Reich than the destruction of these Jews.

CANARIS

How so?

GUNTHER

They, the Jews, contaminate the purity of the German race.

CANARIS

You really believe that?

GUNTHER

Without question.

CANARIS

Then it will be offensive to you to serve them on an ocean voyage.

GUNTHER

Extremely offensive.

CANARIS

I see.

Canaris comes around his desk, stands over Gunther and with blinding speed, his palm bounces off Gunther's cheeks. Gunther is stunned.

CANARIS

Listen to me, you imbecile! I care nothing about this super race philosophy. We are a small nation with grand designs, and the Jews are potential manpower. In 1917 one hundred thousand Jews served at the front. Twelve thousand died in the fighting; thirty-five thousand were decorated for valor! Genocide is a product of idiot minds. It is a luxury for the perverted. But it is not my concern. My task is intelligence.

Canaris walks back to his desk and sits down.

GUNTHER

Forgive me. I only meant to express the philosophy of...

Canaris waves his hand at Gunther.

(CONTINUED)

CONTINUED: (3)

CANARIS

Spare me your philosophies. I've
been awake for twenty hours.

(he rubs his hand
wearily across
his face)

What is your feeling about Captain
Gustav Schroeder?

GUNTHER

I mistrust him. He refuses to join
the party.

CANARIS

That is precisely why he was chosen
to captain this voyage. The island
of Cuba is teeming with FBI agents.
Captain Schroeder is above suspicion.

GUNTHER

But you requested me to observe him.
You asked to have the S.S. men put
aboard as firemen.

CANARIS

Observe does not mean to clash.

(he crushes the
cigarette out)

Think carefully, Herr Gunther. Are
you capable of serving these Jews
without losing control of your
emotions? If you answer 'yes' and
fail I will have you placed in
Dachau without the slightest
thought. You could then study the
Jews in their most elemental state.

GUNTHER

I will not fail, Admiral.

CANARIS

A limousine is waiting to take you
back to Hamburg. Tell the Captain
your mother was ill.

GUNTHER

Yes, sir.

CANARIS

Gunther!

Gunther stops, turns.

(CONTINUED)

CONTINUED: (4)

CANARIS

Your mother is well, is she not?

GUNTHER

The last time I saw her she seemed well.

CANARIS

Be assured she is. One of our people spoke to her only this morning in Stuttgart. Auf wiedersehen, Herr Gunther.

DISSOLVE TO:

EXT. PIER 76 - DAY

WIDE SHOT of the loading and servicing of the St. Louis continues. The Captain and Mueller are on the pier. The Captain watches as Mueller checks cases of wines. He passes some, rejects others. The same is true of fruits, cheeses, etc. This action is fast, thorough and professional. Off to one side of the gangway, the ship's band is assembling. There are several S.S. men watching and smoking and chatting amongst themselves.

ANOTHER ANGLE - THE PIER SHED - DAY

Under the pier's shed hundreds of men, women and children are being roughed up and manhandled by Gestapo who form them into two lines. A GESTAPO COLONEL watches, but does nothing. The lines funnel past benches of German immigration officers who examine the passengers' papers before stamping a red "J" on their exit visas. A sign over one line reads "TOURIST," the other line has the sign "FIRST CLASS." There are three small children playing near the "Tourist" line. A Gestapo Sergeant trips one of them, who falls and cries. The mother of the child scoops him up. The Gestapo men laugh and shove the woman into line.

ANGLE - CAPTAIN SCHROEDER

He notices the rough treatment the passengers are being subjected to. He starts over toward them. Mueller has just bitten into a piece of sausage to test its quality. He stops in mid-bite as he apprehensively watches the Captain moving toward the Gestapo Colonel.

NEW ANGLE - CAPTAIN SCHROEDER - GESTAPO COLONEL

People in background, in line watch.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

Are you in charge here, Colonel?

The Gestapo Colonel stares at Schroeder carefully, noting the four bars of the Captain.

GESTAPO COLONEL

Yes, Captain. I am responsible for getting these Jews onto your ship.

CAPT. SCHROEDER

Good, because I tell you if one more passenger is mistreated, no one will board, no one will sail.

GESTAPO COLONEL

These are Jews, Captain.

CAPT. SCHROEDER

My orders are from Dr. Goebbels. I have been assured these people will be treated with respect. If you allow your men to violate that agreement, you will be held personally responsible.

GESTAPO COLONEL

But surely, Herr Captain, you...

CAPT. SCHROEDER

There is nothing more to discuss.

He strides away. The Colonel then shouts at the Sergeant.

GESTAPO COLONEL

Greven!

The Sergeant comes quickly to the Gestapo Colonel.

ANGLE SCHROEDER - SOME DISTANCE AWAY

He sees the Sergeant nod to the Colonel and go back to his squad. He barks orders at them and they immediately stop manhandling the people. The Captain smiles and goes back to Mueller, who has an apple in his hand. The vendor stands by.

MUELLER

Try one, Captain. They're from Bavaria.

CAPT. SCHROEDER

An apple is not what I need.

(CONTINUED)

CONTINUED:

MUELLER

Ah well, at this moment there is a bottle of '28 Lafite Rothschild chilling on your dinner table.

CAPT. SCHROEDER

Fine. If I'm too drunk to man the bridge, Ostermeyer will somehow manage to get this hulk away from the dock.

MUELLER

One never gets drunk on Lafite. Only perceptive.

Schroeder smiles, goes up the gangway. Mueller waves the apple vendor up towards the cargo hold. A lettuce vendor is next.

EXT. STREET - DAY

A large limousine moving slowly toward the pier.

INT. LIMOUSINE

A handsome, beautifully dressed and groomed man, HANS KOPEL, sits to the side of the uniformed DRIVER. In the back is a pretty woman of thirty-one. LUCIE ABER. Seated on either side are her two daughters, RENATTA, age seven, and EVELYN, age five. The girls are all dressed up with coats and bonnets. They wear large labels around their necks, "MINORS TRAVELLING ALONE."

LUCIE ABER

Remember now how exciting this is going to be. Your father has waited in Havana for over eight months.

RENATTA ABER

But why don't you come too, Mama?

HANS KOPEL

For God's sake, Lucie, tell them the truth.

Lucie bites her lip.

LUCIE ABER

I can't.

(CONTINUED)

CONTINUED:

HANS KOPEL
(turns to the
children)

Your mother and father have been separated a long time. Your mother still loves you both very much, but it's dangerous for you children to stay.

RENATTA ABER
Why is it safe for Mommy?

HANS KOPEL
Because your mother is Christian. You are Jewish children and Germany is no longer safe for Jewish children. Renatta, you must look after your little sister on the voyage.

RENATTA ABER
I will, I promise.

The other child, Evelyn, ducks down and puts her arms against her mother's chest. Lucie's arms go around the child.

NEW ANGLE

The limousine approaches the gates to the pier. A GUARD stops the car, and leans into the chauffeur.

GUARD
Yes, please?

The chauffeur takes a business card from Kopel and hands it to the Guard. He glances at it and salutes.

GUARD
Straight ahead to Pier 76.

The car rolls toward the pier.

CUT TO:

INT. SLAUGHTERHOUSE - DAY

The door is cracked open several inches. The room is dark and windowless. A strange grey light filters in. Pozner and Manasee stand peering out the door. Behind them, animal carcasses are thrown across blocks of ice.

(CONTINUED)

CONTINUED:

(This backdrop and the eerie lighting lend a surreal tone to the scene.) Pozner stands behind Manasee, who peers out the door.

POZNER

Well?

MANASEE

No uniforms.

POZNER

Let's go.

MANASEE

We still have time.

POZNER

If I stay in this slaughterhouse another minute, living or dying won't matter.

MANASEE

I am afraid to go, Aaron.

Pozner touches him on the shoulder.

POZNER

When they called our names yesterday, you know what I thought? I thought 'how, how' would they kill us? Garrote? Hanging? Crucifixion? Drowning? Then they let us go free. I died all those deaths yesterday. It doesn't matter any more.

Pozner starts for the door.

MANASEE

The Jewish Agency bought our lives. Why? Why us?

POZNER

Perhaps because we're teachers. After all, my father said it was the noblest profession.

Manasee smiles. They go out of the slaughterhouse.

CUT TO:

CLOSE SHOT - ST. CHRISTOPHER CARRYING THE CHRIST CHILD - DAY

HOLD a beat, then CAMERA MOVES BACK to reveal the interior of Captain Schroeder's cabin.

(CONTINUED)

CONTINUED:

The Captain sits at his desk reading a Maritime Manual. There is a beat - then a KNOCK at the door.

CAPT. SCHROEDER

Come in.

The door opens and Ostermeyer comes in followed by Otto Gunther. Gunther is in the uniform of the Ship's Steward. He removes his hat, tucking it under his arm. He appears his usual nervous self, but contrite. The Captain gestures to Ostermeyer, who goes out. The Captain looks down at the open pages of the Maritime book. He does not acknowledge Gunther's presence. The Captain then snaps the book shut.

CAPT. SCHROEDER

(touches the book)

This is the legal code of German Maritime Law. You have repeatedly violated Section 48 - Articles B, C and F. Articles referring to the disregard of Captain's orders.

GUNTHER

Please permit me to explain.

CAPT. SCHROEDER

I want to advise you that you have the legal right to remain silent.

GUNTHER

I have no wish to remain silent.

CAPT. SCHROEDER

Fine, then you can explain why you chose to leave this ship against my orders. And why you have created, in past voyages, a mutinous attitude among certain crew members. I further remind you that both charges are subject to death sentences under the penal code.

GUNTHER

Captain, I have never tried to undermine your command.

CAPT. SCHROEDER

(shouts)

You disobeyed a direct order when you left this ship!

(CONTINUED)

CONTINUED: (2)

GUNTHER

My mother was gravely ill in
Stuttgart. I received word.

CAPT. SCHROEDER

How? How did you receive word?
I have copies of every wire this
ship receives and sends. I saw no
reference to your mother's illness.

GUNTHER

There was no wire. I called home
when we were in New York.

CAPT. SCHROEDER

You could have informed me. We
were at sea for ten days after New
York.

GUNTHER

(shrugs)

It seemed a personal matter.
Something of no consequence. I...

CAPT. SCHROEDER

(cuts in)

Everything aboard this ship is of
consequence to me! And what of your
secret meetings with those so-called
firemen in the engine room? I know
full well the essence of those
meetings. I am aware that my lack
of status in the Nazi party was
discussed.

GUNTHER

But Captain, as the representative
of the ship's crew, I do occasionally
become involved in matters of a
political nature.

The Captain rises and comes around the desk. Stands face
to face with Gunther.

CAPT. SCHROEDER

There is only one political
philosophy on board any ship. The
Captain's! Is that understood?

GUNTHER

Understood.

(CONTINUED)

CONTINUED: (3)

CAPT. SCHROEDER

If you ever again cross my authority
you will regret it the rest of your
life.

Gunther stares at the Captain for a moment.

CAPT. SCHROEDER

Dismissed.

Gunther turns and goes out. The Captain watches him go,
then turns and walks up to the large St. Christopher plaque
on the wall. He stares at it. The CAMERA GOES IN FILLING
THE SCREEN with the Saint of Travellers.

CUT TO:

EXT. SHED PIER 76 - DAY

The crowds of refugee passengers mill about swarming toward
the two lines. (There are more women and children than
men and each person has one piece of luggage.) Behind this
action is the continued loading activity of the St. Louis.
Those refugee passengers that have cleared the German
immigration desks are boarding the ship. The Tourist Class
gangway is aft, the First Class gangway is midship.

A SERIES OF CUTS ABOARD THE ST. LOUIS

- a) THE CAPTAIN: high upon exterior portwing of bridge
watching the action below.
- b) MUELLER: in main gangway section directing his stewards
to aid passengers in locating their cabins and helping
with luggage.
- c) INT. BRIDGE - OSTERMEYER: on phone, "Bring tugboats
alongside and pilot aboard."

SERIES OF CUTS ON PIER

- a) THE ORCHESTRA: tuning up.
- b) FACES OF THE GESTAPO GUARDS: watching refugee passengers.
- c) FACES OF REFUGEE PASSENGERS: waiting for immigration
officers to stamp visas.
- d) FACES OF IMMIGRATION OFFICERS: as they examine refugee
passengers' documents.

CLOSE SHOT - HAND HOLDING STAMP

poised over documents. The red "J" stamp coming down on three documents: Passport, German exit visa and Cuban entry visa. CAMERA TILTS UP and ANGLE WIDENS as we see the recipient of the stamped documents is Professor Weiler; his wife, Rebecca, has her documents. The Immigration Officer extends Weiler's documents to him, but the old man makes no move for them. Rebecca takes them and tugs Weiler's arm pulling him along, past the immigration tables, and through the aisle toward the St. Louis.

NEW ANGLE - IMMIGRATION SECTION

The Loewe family is next. Ruth Loewe is first. She smiles at the Immigration Officer, who stamps her documents and hands them back and she passes through.

Her father is next. He is extremely tense and keeps darting his eyes at the Gestapo men. The Immigration Officer stamps his papers. Ruth notices her father is not paying attention.

RUTH

Papa, your papers.

Fritz Loewe quickly picks them up and passes through. He stands close to his daughter as they wait for Elise to come through. Her papers are stamped and she passes. They start to the midship gangway.

NEW ANGLE - FIRST CLASS GANGWAY - PROFESSOR AND REBECCA WEILER

She struggles up the gangway half supporting the aged Professor and carrying the luggage. From the top of the gangway, Mueller notices the elderly couple and comes down to meet them. He reaches for her suitcase, she pulls back reflexively. The Loewe family is behind them. They wait patiently.

MUELLER

Please, permit me to help. I'm the ship's Purser, Frank Mueller.

CLOSE SHOT - REBECCA AND PROFESSOR WEILER

He is still catatonic. Rebecca's eyes are puzzled and shocked.

REBECCA

You... you want to carry this suitcase for me?

(CONTINUED)

CONTINUED:

MUELLER

Of course, that's my job.

Mueller picks up the case, notices the Professor standing rigid.

REBECCA

My husband is ill. He has not been... you know... since the trouble.

MUELLER

I understand.

Mueller signals to the top of the gangway.

MUELLER

Hans!

A YOUNG SEAMAN starts down. Mueller glances at Ruth Loewe standing immediately behind the Weilers.

MUELLER

(to Ruth)

A moment.

RUTH

It's quite all right.

The seaman reaches them.

MUELLER

(to seaman)

Take the luggage and I'll help the Weilers to their cabin.

They start up the gangway.

FRITZ LOEWE

(walking up gangway,
addresses his daughter)

I told you not to speak to anyone.

RUTH

He's cute, Papa.

ELISE LOEWE

He was very polite to those people.

FRITZ LOEWE

It's a trick. It's all a trick.

As they go up into the ship we see Alice Fienchild coming up the gangway by herself.

NEW ANGLE - FOOT OF FIRST CLASS GANGWAY - PIER - DAY

The Aber limousine pulls up close to the gangway. The chauffeur jumps out and opens the rear door for Lucie Aber and the two girls. Kopel gets out on the other side and comes around. The S.S. Colonel immediately strides over.

HIGH ANGLE - SHOOTING FROM BEHIND CAPTAIN SCHROEDER ON THE BRIDGE

as he watches the scene below. Lucie kneels down hugging the girls. Kopel hands the S.S. Colonel his identification. The S.S. Colonel salutes him, and nods. Kopel hands him the children's papers. The S.S. Colonel calls the Sergeant, who runs over, takes the papers and runs back to immigration to have them stamped.

REVERSE ANGLE - THE CAPTAIN AND OSTERMEYER

standing beside him.

OSTERMEYER

Someone of influence.

CAPT. SCHROEDER

I admire him whoever he is. It's heartwarming to see the S.S. nervous.

NEW ANGLE FROM PIER - FAVOR ABER GIRLS AND LUCIE ABER

The Aber girls still are held by their mother. Kopel stands to the side chatting with the S.S. Colonel. Lucie kisses the youngest, Evelyn, who cries.

EVELYN ABER

I don't want to go, Mama.

LUCIE ABER

You'll have the time of your life. There are movies and a swimming pool and lots of cake and cookies and a magician.

EVELYN ABER

(stops crying)

A magician?

LUCIE ABER

Yes dear, don't you remember? I showed you the pamphlet. Now be brave. You'll see your daddy soon, and we'll write and talk on the telephone.

NEW ANGLE

The Gestapo Sergeant comes back with the papers stamped. He salutes and hands them to the S.S. Colonel, who gives them to Kopel, salutes and moves off. Kopel turns to Lucie and the children.

KOPEL

Come, Lucie.

Lucie rises and walks hand in hand with the children. They approach the gangway and Kopel addresses the Seaman at the foot of the First Class gangway.

KOPEL

These children are travelling alone.
I wish to speak to the Purser.

SEAMAN

A moment.

The Seaman runs up the gangway. They stand waiting and watching the people streaming aboard. Suddenly the band strikes up "Vienna, City of My Dreams." It is a sad and haunting melody that gives the scene a fantasy quality. The Aber girls stare at the musicians. A beat, then Mueller comes INTO FRAME. He goes up to Kopel and salutes.

MUELLER

Please do not be concerned. We have had children travelling alone on previous voyages. I assure you it is no problem.

KOPEL

(hands Mueller
an envelope)

There is ample Reichmarks for any small things they wish and enough for gratuities for those who serve them.

MUELLER

I'll see that it is taken care of.

LUCIE ABER

Sir, perhaps there is a passenger on board who wouldn't mind looking after them.

MUELLER

I am sure there is. Come along, girls.

(CONTINUED)

CONTINUED:

They start away. Suddenly Lucie rushes to them kneeling down and hugging them close to her. Kopel goes after her and touches her shoulder.

KOPEL

You're only making it worse for them. Come, Lucie.

He helps her up. Mueller moves the girls quickly up the gangway towards the deck. Lucie waits hesitantly until the girls are swallowed up in the crowd. Kopel puts his arm around her. They start back toward the limousine.

KOPEL

Does she know the jewels are in the lining of her coat?

LUCIE ABER

No. Her father does.

The chauffeur holds the door open. They get in. He closes the door, jumps in and the car pulls away. The orchestra now plays a Strauss waltz.

CLOSE SHOT - IMMIGRATION DESK - POZNER AND MANASEE

They are standing and waiting nervously. The Immigration Officer looks up at them. Their scruffy, shaven heads and immaciated frames are an instant giveaway that they were Dachau inmates. Pozner looks at the Officer and hands him his papers. The man stamps them without examining them. The same of Manasee. He slides them back across the table. His attitude is that the mere touching of their documents brings contamination. They pass through and head for the Tourist Class gangway.

ANGLE - STARBOARD (SEA SIDE) OF THE ST. LOUIS

Ostermeyer stands on an open deck with a group of seamen. They are just above the waterline. A tugboat is close. A man on the tug tosses a "monkey fist" up to the St. Louis. A seaman catches it and the other seaman aids him in pulling the heavy hawser of the tug fast to the iron pontoon on the deck.

INT. BRIDGE - ANGLE

The Captain stands alongside the Engineering Officer, KOLMER. The Navigation Officer, HEINREICH, plots the charts on a large desk near the far bulkhead. A seaman, SPEIDEL, is at the wheel.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER
(to Kolmer)
Can we start the engines?

KOLMER
We'll need to blow steam. Give me
five minutes.

Kolmer leaves.

The Captain goes to the charts and looks over the shoulder
of the Navigator.

INT. FIRST CLASS PASSAGEWAYS

Busy with passengers and luggage and children. Mueller and
cabin stewards helping people, answering questions about
the swimming pool, restaurants, and movies.

ANGLE - STARBOARD SIDE

A second tugboat is now made fast to the bow of the ship.
Ostermeyer calls out to the tug Captain that all is okay.

ANGLE - ENGINE ROOM

Noisy. Huge steam turbines and firetube boilers. Giant
brass arms of the drive shafts glisten in their oil.
Engineering Officer Kolmer comes down the catwalk, checks
the steam pressure gauges along with his aide.

EXT. PIER - DAY

Just inside the gates the CAMERA GOES IN TIGHT on a black
Mercedes flying swastikas from either fender.

INT. MERCEDES - DAY

Mark and Babette Spanier are dressed in formal costume. He
wears a tuxedo and she is in a long sequined gown. The
small girls (Renee and Ines) sit in fold-back seats. The
S.S. Captain, Otto Lemmle, is in the front with the driver.
He holds a manila envelope with their documents. The girls
stare out the window.

DR. SPANIER
I feel foolish in this evening wear.

(CONTINUED)

CONTINUED:

BABETTE SPANIER
Oh Mark, I just had to leave
Germany in style. You remember
the last formal dinner we attended?

DR. SPANIER
Yes, at the University. The seminar.

BABETTE SPANIER
Dr. Goebbels was there. His wife
shook my hand.

DR. SPANIER
Well, no more looking back.
(he kisses her cheek)
It's a new life.

BABETTE SPANIER
I hope there's no fuss with the
Customs. I'm looking forward to a
hot bath. Do we have a bath, Mark?

DR. SPANIER
Yes, our cabin has a bath.

BABETTE SPANIER
I packed the French bath oils. I'm
certain of that. We must see about
the valet aboard. Our clothes need
pressing.

RENEE SPANIER
(exclaims)
Mama! Papa! There's the boat!
I see the boat!

NEW ANGLE

The Mercedes comes toward the ship. There are only a handful of refugee passengers left waiting to board.

ANGLE - THE SMOKE STACK OF THE ST. LOUIS

A great blast and cloud of smoke shoots skyward. It is repeated three times.

ANGLE ON PIER

The Mercedes stops near the ship. Captain Lemmle gets out, opens the envelope, takes the papers and passports and goes toward Immigration. As the Spaniers get out, the ship's orchestra strikes up a gay rendition of "Siboney."

CLOSE SHOT - THE BRIDGE CLOCK

It reads 5:45.

NEW ANGLE - THE BRIDGE

The Captain, Ostermeyer and Wheelman.

CAPT. SCHROEDER
Sound all ashore.

OSTERMEYER
(picks up mike,
flicks switch)
Attention. Attention. All ashore
that's going ashore. All ashore
that's going ashore.

ANGLE ON THE PIER

The Spaniers are coming up the gangway. Mueller and stewards gaze in amazement at their formal attire. Then Mueller smiles and comes down to help them. The orchestra concludes "Siboney" and they pack up their instruments and come up the gangway behind the last of the passengers. A group of longshoremen, in groups of four, stand by the four main hawser pontoons spaced along the length of the pier. The Gestapo and Immigration men come out from under the shed and come up to watch the embarkation.

EXT. PORT WING OF BRIDGE

The Captain steps out and looks down at the pier, lifts a phone from the bulkhead wall cabinet.

CAPT. SCHROEDER
Up gangway fore and aft.

ANGLE HOLDING ON CAPTAIN AND PIER BELOW

We see the gangways draw up and into the ship.

NEW ANGLE

Ostermeyer comes out onto exterior port bridge. He has the electric megaphone in hand. He goes up to the Captain.

OSTERMEYER
Two tugs on starboard ready.

(CONTINUED)

CONTINUED:

Captain nods, looks down at the pier.

CAPT. SCHROEDER
Let go the bow line.

As Ostermeyer raises the megaphone to instruct the long-shoremen:

CUT TO:

NEW ANGLE

First Class deck - the passengers crowd the rail. A SLOW PAN. The faces of the people as they look at Hamburg for the last time. We see our principals: Alice Fienchild, Klaus and Rebecca Weiler, the Spaniers, Fritz, Elise and Ruth Loewe. The PAN STOPS on Aaron Pozner and Joseph Manasee.

MANASEE
We're leaving on time.

POZNER
The Germans are never late when it comes to Jews.

CLOSE SHOT - THE SMOKE STACK

A scream and a cloud of smoke.

CLOSE SHOT - THE LONGSHOREMEN

letting the last of the lines go.

CLOSE SHOT - THE S.S., GESTAPO AND IMMIGRATION MEN

They watch the great ship slowly ease away from the pier.

CLOSE SHOT - THE SHIP'S ORCHESTRA ON THE FANTAIL

They stand close to the swastika and begin to play "Auld Lang Syne."

NEW ANGLE

From back of the passengers, at the rail, SHOOTING DOWN to the pier. The strains of the music are under the SHOT. The only people now seeing them off are the S.S., Gestapo and Immigration Officers.

REVERSE ANGLE - THE RAIL

FAVOR the Spaniers with the two little girls.

RENEE SPANIER
(straining to see
over the rail)

Let me see, Daddy.

INES SPANIER

Me too.

Mark Spanier picks up Renee and Babette picks up the smaller Ines; they stare at the Hamburg skyline.

BABETTE SPANIER
Do you think we'll ever come back?

DR. SPANIER
There won't be anything to come
back to.

PAN CONTINUES and STOPS on Ruth Loewe. Mueller stands behind her. Elise Loewe has tears in her eyes. Fritz Loewe turns away.

FRITZ LOEWE
Come, Elise.

ELISE LOEWE
Fritz, it's our last look.

He turns and goes.

ELISE LOEWE
Fritz!

RUTH
Let him go, Momma.

MUELLER
(to Ruth)
I can imagine how your father must
feel.

RUTH
How? How can you know? You're
not Jewish, are you?

CLOSE SHOT - MUELLER

He doesn't reply.

CLOSE SHOT - CAPTAIN AND OSTERMEYER - ON FLYING BRIDGE

They watch the widening gap between the pier and the ship.
They are above the mass of passengers lining the rail.

OSTERMEYER
(indicating pas-
sengers below)

I wonder what it's like for them.

CAPT. SCHROEDER
For some relief. For others sadness.
But for all, a sense of shame at
having been made outcasts by their
own country.

CLOSE SHOT - THE SMOKE STACK

It screams and belches clouds of smoke.

ANGLE - THE ST. LOUIS SHOOTING FROM THE PIER

The lead tugboat noses the bow toward the open sea. The great twin screws of the St. Louis churn aft as it slowly comes under its own power. The late May sun begins to redden the sky.

REVERSE ANGLE - LONG SHOT OF THE PIER

CAMERA COMES SLOWLY IN on the Gestapo, S.S. and Immigration Officers watching the departing ship. As CAMERA GOES IN TIGHT on the eyes of the S.S. Colonel, the sound of Glenn Miller's "Moonlight Serenade" faintly begins to come through as we:

DISSOLVE TO:

FACE OF AN ALTO SAX PLAYER

playing the Miller chorus. CAMERA SLOWLY PULLS BACK to reveal the ship's orchestra playing behind the leader. The PULL BACK CONTINUES to reveal the First Class Dining Room and dance floor. It's a huge, elegant room with crystal chandeliers and frescoed ceilings. A sea of white linen covers the tables with sprays of flowers. Over the bandstand is a large framed photograph of Hitler. CAMERA PANS. The tables are full. Waiters come and go. Some passengers are dancing. There is the SOUND of laughter and gaiety, as CAMERA PAN STOPS on the Captain's table. It is large, but round so that the people are close to one another.

(CONTINUED)

CONTINUED:

There are bottles of wine on the tables and ice beds of caviar. A waiter pops a bottle of Dom Perignon. The service is silver. Captain Schroeder is seated next to Ostermeyer. Mueller is to his right. Ruth Loewe sits next to Mueller. Her mother, Elise Loewe, sits alongside her husband, Fritz. The ship's doctor, HANS GLAUNER, a portly, middle-aged man, sits to the right of Dr. Spanier. Babette Spanier is to his left. The men wear dinner jackets. The women are in gowns. The music changes to a waltz.

BABETTE SPANIER
(to Mark Spanier)
Remember that song?

DR. SPANIER
Yes. 1932 or 3. We were on a holiday in Vienna.

BABETTE SPANIER
(touches his hand)
Let's dance, Mark. We haven't danced in such a long time.

Dr. Spanier rises, pulls the chair away for Babette. They move to the dance floor.

DR. GLAUNER
(to Fritz Loewe)
You haven't touched the caviar, Mr. Loewe.

FRITZ LOEWE
(agitated)
I know... I will... I will.

His nervousness is apparent to Dr. Glauner. Ruth notices this and speaks to Dr. Glauner.

RUTH LOEWE
My father hasn't adjusted to the fact that we're actually at sea. That we are safe.

DR. GLAUNER
(to Fritz Loewe)
As the ship's doctor, I can speak with authority, a few days at sea and you'll find your appetite, Mr. Loewe.

Fritz Loewe sips some wine, but does not respond.

(CONTINUED)

CONTINUED: (2)

ELISE LOEWE
(to Captain)
How long will the sailing be,
Captain?

CAPT. SCHROEDER
Ten or eleven days, depending on
the seas.

OSTERMEYER
The seas are usually calm this time
of year.

RUTH LOEWE
I hope it stays calm. I get seasick
in a bathtub.

CLOSE SHOT - THE SPANIERS - WALTZING

when they come together.

BABETTE SPANIER
It's so gay, Mark. So romantic.

DR. SPANIER
I promised you, Babette. It's a
new start.

WIDE SHOT

They whirl and dance. The music ends and changes to a popular Latin-American rumba, "Palmira." Some of the older people, including the Spaniers, leave the floor. The younger people stay on the dance floor.

ANGLE - THE CAPTAIN'S TABLE

CAPT. SCHROEDER
(to Mueller in a
whisper indi-
cating Ruth)
Ask the girl to dance.

MUELLER
(somewhat embar-
rassed to Ruth)
Would you like to dance?

RUTH LOEWE
I've never done a rumba, but I'll
try.

(CONTINUED)

CONTINUED:

MUELLER

It's easy. You just roll your hips.

He holds the chair out. She rises and they go to the dance floor.

CLOSE SHOT - FRITZ LOEWE

FRITZ LOEWE

(to Elise)

She insists on mingling with them.

ELISE LOEWE

She's young. He's young. Even Hitler can't control the mating habits of the human race.

WIDE SHOT

The Spaniers are back and take their seats as another course of succulent food is served.

DR. GLAUNER

(to Spanier)

I read your research paper on open heart surgery and the induction of a bypass valve. It was a brilliant thesis.

DR. SPANIER

Thank you, Doctor. Unfortunately I never had the opportunity to put those theories into practice.

BABETTE SPANIER

My husband was removed from the University three years ago.

DR. GLAUNER

How did you manage?

DR. SPANIER

How do you mean, manage?

DR. GLAUNER

To live, to survive?

DR. SPANIER

Some of the highest Nazi Officers came to me for diagnosis, clandestinely, of course.

(CONTINUED)

CONTINUED:

DR. GLAUNER

I noticed you arrived in an S.S.
staff car.

DR. SPANIER

The father of that S.S. Captain was
a patient of mine.

Fritz Loewe suddenly blurts:

FRITZ LOEWE

(interrupts)

I won't sit here and listen to these
things! We're being deceived!
This ship is a floating prison!

He rises and stalks off. There's an embarrassed silence at
the table. Then Elise speaks:

ELISE LOEWE

My husband was in Buchenwald.
Excuse me please.

The Captain watches as she rises and goes after Fritz.

NEW ANGLE - THE DANCE FLOOR

The band plays "I Can't Get Started." The people dance close.
Mueller and Ruth Loewe amongst them. CAMERA PANS UP to the
top of the staircase and ZOOMS IN SLOWLY on Gunther, who
watches the action below.

INT. TOURIST DINING ROOM - NIGHT

PANNING SHOT of a smaller room and less elegant than First
Class. The people are dressed in plain clothes. There are
numerous waiters moving about. A trio is playing a gay
tune. The tables are dressed well in white linen and
flowers. There are wine bottles and full courses of a wide
variety of food as CAMERA PANS we see there are many more
women and children than men and amongst the men are those
with shaven heads and immaciated look of Dachau and
Buchenwald.

We see Leo Berg (the man released with Manasee and Pozner
who fell to his knees in front of the Dachau S.S. Officer).
He sits alone and picks at his food. He glances nervously
at a nearby table where we see Pozner and Manasee, now much
cleaner and neatly dressed in suits provided to them from
the Jewish Agency. Alice Fienchild and an OLD WOMAN sit
with them at the table.

(CONTINUED)

CONTINUED:

They each have a platter of oysters in front of them and glasses of white wine. A waiter is taking orders from the Old Woman and Alice Fienchild.

MANASEE

You noticed Berg?

POZNER

(nods)

I asked him to join us but he seemed suspicious of my invitation.

A waiter comes over to Pozner.

WAITER

Excuse me, sir. Would you care for the pheasant or the filet mignon?

Pozner and Manasee exchange looks.

POZNER

The steak, please.

WAITER

(to Manasee)

And you, sir?

MANASEE

The pheasant.

WAITER

We will be serving a choice of red wines. Either Sauvignon or Burgundy.

Pozner looks at Manasee who shrugs.

POZNER

Why don't you surprise us?

WAITER

(smiles)

I'll tell the wine steward.

He goes off. The Old Woman speaks loudly and swallows the oysters with gusto as she speaks.

OLD WOMAN

I wish my husband were alive. He would have loved this. He would have felt right at home. That man never got up from a table. He never got a glass of water. I waited on him hand and foot. My kitchen was first class.

(CONTINUED)

CONTINUED: (2)

ALICE FIENCHILD

I don't know how much better the service in First Class can be.

POZNER

I think you're going to find out, Mrs. Fienchild.

ALICE FIENCHILD

What do you mean?

POZNER

The ship's Purser, Frank Mueller, asked me your cabin number. It seems there are two little girls, Aber, I believe. They have a stateroom and are travelling alone. You may be asked to care for them.

ALICE FIENCHILD

I would be delighted. This all seems like a fantasy. My husband is still in Germany, my children are in Havana, and I'm sitting here being served by Germans.

MANASEE

With every passing minute the fantasy is becoming a reality.

POZNER

But we're always just one cable away from being called back.

OLD WOMAN

Shh... please, young man, you must not spoil an old woman's appetite.

She swallows an oyster instantly and washes it down with wine. A sudden DRUM ROLL and a man in a steward's uniform comes to the microphone.

STEWARD

Attention please. I wish to announce that following dinner, a film will be shown in the aft section, tourist cinema. It is 'Anna Karenina,' starring Greta Garbo.

There is a cheer and applause. The trio resumes playing.

CUT TO:

NEW ANGLE - LONG PASSAGEWAY - FIRST CLASS

The Aber girls (Renatta, age 9 and Evelyn, age 5) with the Spanier girls (Renee, age 8 and Ines, age 5) are in their pajamas squatting on the floor of the passageway.

RENEE SPANIER

You mean you're all alone?

RENETTA ABER

Yes. Our mother couldn't come.

INES SPANIER

Who's taking care of you?

EVELYN ABER

No one.

RENEE SPANIER

That's wonderful!

RENETTA ABER

Want to race?

INES SPANIER

Where to?

RENETTA ABER

To the end of the hall. The last one down is a rotten egg. Come on, take your mark.

They get up and line up.

RENETTA ABER

On your marks, get ready, set, go!

They go yelling and galloping down the hall. As they race by, one of the cabin doors opens and the elderly Rebecca Weiler peers out and sees the children run by. She shakes her head and goes back inside.

INT. WEILERS' CABIN - NIGHT

The old man, Professor Weiler, lies on the bed and moans. Rebecca comes over to him.

REBECCA

Should I call Dr. Glauner again?

PROF. WEILER

No. I'm alright, Rebecca.

(CONTINUED)

CONTINUED:

REBECCA

In a day or two you can go up on deck. The sea air is a tonic.

PROF. WEILER

Yes, that's what they say. Maybe this magical sea air will have me swimming and dancing.

REBECCA

(smiles)

By Saturday you'll feel up to Sabbath services.

PROF. WEILER

Yes, I'll pray for my old classroom, to have my class back and to walk on the Unter Den Linden on a warm summer night. To go to the Berlin Conservatory to hear Felix Mendelssohn and to attend a play by Brecht. That's what I'll pray for.

CUT TO:

HIGH ANGLE - FIRST CLASS DINING ROOM

The band plays a conga and there's a huge snakelike procession following the rhythms. The CAMERA MOVES IN on the Captain's table. We see the remnants of dessert. The Captain smokes a cigar. The Spaniers talk to Dr. Glauner. Ruth Loewe and Mueller are absent. Elise and Fritz Loewe are back. He seems calmer and more subdued. A uniformed steward comes up to the Captain and hands him a telex. The Captain reads it, shows it to Ostermeyer. They both rise.

CAPT. SCHROEDER

(to table)

Excuse me, but I have to return to the bridge. Perhaps tomorrow morning, if you like, you can join me on the bridge.

DR. SPANIER

Thank you, Captain. You have been most gracious as a host.

ELISE LOEWE

Good evening, Captain, and thank you for the courtesy.

CAPT. SCHROEDER

Tomorrow then.

(CONTINUED)

CONTINUED:

The Captain and Ostermeyer leave.

BABETTE SPANIER

I should go down to see about the girls.

DR. SPANIER

They're fast asleep and when that Conga is over, we'll dance another waltz, then take a stroll on deck, alright?

BABETTE SPANIER

That would be lovely, Mark.

DR. GLAUNER

I must make a check now. I have several that came aboard ill. When you get a chance, Doctor, I would like to show you our hospital.

DR. SPANIER

With pleasure, Doctor.

Dr. Glauner gets up and leaves.

FRITZ LOEWE

(to Elise)

We should find our daughter.

ELISE LOEWE

Ruth can take care of herself.
Let's get some sea air, Fritz.
I want to see the ocean at night.
They say you can see the phosphorous glow.

Fritz hesitates.

ELISE LOEWE

Please come.

He gets up and they leave. CAMERA CRANES UP and HOLDS on the dancers as the Conga reaches its peak.

EXT. FANTAIL - NIGHT

The illuminated swastika blows in the night breeze. There are couples standing at the rail peering down at the phosphorescent seat. Others stroll the deck. CAMERA MOVES IN on Ruth and Mueller. They stand at the rail near the swastika looking down at the churning wake.

(CONTINUED)

CONTINUED:

MUELLER

What happened to your father?

RUTH

He was a famous attorney. He helped to create the constitution of the Weimar Republic. He always believed Germany was the cultural and intellectual capital of Europe. Then without warning, on Kristallnacht, he was taken to Buchenwald. After eighteen months we managed through bribes to get him released.

MUELLER

You remember at the pier when you said how could I imagine what it's like to be a Jew?

RUTH

Yes.

MUELLER

Well, you were right. I have never understood clearly what a Jew is. A race? A religion? A nation?

RUTH

(shrugs and smiles)

Being Jewish is something one is reminded of.

She moves away. He goes with her.

The CAMERA PANS SLIGHTLY and the swastika blows into the lens.

CUT TO:

THE BRIDGE - NIGHT

The green lights of the instruments on the wall cast an eerie light. The man at the wheel steers a steady course. The Navigation Officer, Heinreich, is at his desk. The Captain and Ostermeyer stand near him watching him work with compass and protractor.

CAPT. SCHROEDER

(to Ostermeyer)

This is the beginning. I knew Holthusen was withholding facts.

(MORE)

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER (cont'd)

(reads telex)

'Make all speed. Two other refugee ships sailing for Havana, but no cause for alarm. Your passengers will be permitted to land in Havana.'

OSTERMEYER

A master piece of double talk. If there's no cause for alarm, why proceed at all speed?

The Navigation Officer looks up from his work.

HEINREICH

(to Captain)

If we go directly in a straight line here to the Azores, rather than looping south, at present speed, we'll cut twelve hours. The sea is rougher on this course, but we will save time.

OSTERMEYER

If we increase speed, we'll roll and pitch. There won't be a passenger in the dining room.

CAPT. SCHROEDER

(sighs)

Change course, but hold present speed. Radioman!

A seaman comes out of the radio shack alcove. He holds a pencil and pad.

CAPT. SCHROEDER

Send this to Holthusen at once.

'Can only improve arrival time by twelve hours. If no cause for alarm, I see no reason to full speed, which will make voyage untenable for comfort of passengers.'
You have that?

RADIOMAN

Yes, sir.

CAPT. SCHROEDER

Send it.

RADIOMAN

Yes, sir.

(CONTINUED)

CONTINUED: (2)

The Captain walks out to exterior flying bridge. Ostermeyer follows. They stand looking down at the sleek bow dipping into the sea.

CAPT. SCHROEDER
We're being used, Paul.

OSTERMEYER
Used? For what?

CLOSE ON CAPTAIN

His hair ripples in the night wind.

CAPT. SCHROEDER
I wish to God I knew.

DISSOLVE TO:

EXT. HAMBURG-AMERICAN LINES BUILDING - NIGHT

The building shows lots of light. HOLD to establish, then:

INT. HOLTHUSEN'S OFFICE - NIGHT

Holthusen is on the phone with his representative in Havana, Louis Clasing. A world-weary, tired looking man, in his late thirties paces the room. He is MORRIS TROPER. An American, who works for the Jewish Relief Agency. He wears a rumpled blue suit, a button down shirt, opened at the neck, with a garish tie flopping around the collar. He stops pacing, looks at the photo of Hitler, then lights a cigarette and sinks down into a chair and watches Holthusen.

HOLTHUSEN
(on phone)
Yes, I informed the Captain. It's up to you now. I can do nothing here. Auf wiedersehen, Clasing.
(hangs up the phone and smiles)
My apologies, Herr Troper. A cigar, perhaps?

TROPER
(waves his hand "no")
You aware of my position in this matter, Herr Holthusen?

(CONTINUED)

CONTINUED:

HOLTHUSEN

I know only that you are the European Director of the Jewish Relief Agency, and that you are an American citizen.

TROPER

With considerable connections on both sides of the Atlantic.

HOLTHUSEN

My dear Troper, I have told you all I know. I received a direct order from the Reich Ministry of Propaganda to organize the voyage of the St. Louis.

TROPER

Why the St. Louis?

HOLTHUSEN

Simply because of her availability.

TROPER

And the price?

HOLTHUSEN

As usual, eight hundred Reichmarks, and the fee of two hundred thirty Reichmarks in case of a return voyage.

TROPER

Why would any passenger on the St. Louis return to Germany?

HOLTHUSEN

(shrugs)

Circumstances beyond the control of the line. We cannot speak for the Cuban government.

TROPER

But the passengers have paid the equivalent of five hundred dollars each for these Cuban visas.

HOLTHUSEN

That's correct.

TROPER

You're certain the Cuban visas are valid?

(CONTINUED)

CONTINUED: (2)

HOLTHUSEN

To my knowledge they are.

Troper rises, crushes the cigarette out, lights another, paces, then turns to Holthusen.

TROPER

And Cuba will accept the people on board the St. Louis?

HOLTHUSEN

(smiles)

With Cubans one is only certain of cigars. My advice to you, Herr Troper, is to go at once to Havana.

TROPER

I have reservations tonight from Paris.

(he starts to the door, stops, turns)

I hope you've told me the truth, Herr Holthusen.

Troper goes out. CAMERA HOLDS on Holthusen. He stares intently at the closed door.

DISSOLVE TO:

LONG SHOT - THE ST. LOUIS - DAY

The sleek liner cutting through a flat gentle sea. HOLD for a beat.

ANGLE - THE MAIN DECK - DAY

- a) We see passengers sunning in deck chairs.
- b) Children running around playing tag.
- c) Couples strolling the deck briskly.

ANOTHER ANGLE

Through a doorway the Captain emerges with Ostermeyer. They come towards the fantail exchanging "good mornings" with passengers. They reach the fantail and the Captain sees a BOY, of perhaps twelve, sitting on the deck with a compass, map, and a small ruler. The Boy has made some arithmetic calculations. The Captain kneels down alongside the child.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER
How are you, young man?

BOY
Fine.
(keeps calculating)

CAPT. SCHROEDER
Are you practicing navigation?

BOY
I'm an expert.

CAPT. SCHROEDER
I see, and what is our present position?

BOY
We are three hundred fifty nautical miles east-northeast of Lisbon.

OSTERMEYER
He's absolutely right, Captain.

The Captain fondles the boy's hair.

CAPT. SCHROEDER
How do you make your calculations?

BOY
I read the posted chart and once I have the speed, the rest is easy.

CAPT. SCHROEDER
If we get lost, I'll call upon your services.

BOY
Captain, can I visit the bridge sometime?

CAPT. SCHROEDER
Whenever you wish.

The Captain rises and he and Ostermeyer continue to walk. They go up the ladder to the sports deck. There are people playing shuffleboard and the Aber girls with the Spanier girls are watching the pool being filled up. The Captain goes toward the children.

RENATTA ABER
(to Captain)
When can we swim?

(CONTINUED)

CONTINUED: (2)

OSTERMEYER

(answers)

In two days. We will be in warmer waters.

INES SPANIER

Can we bring a duck in the pool?
I have a duck in my room.

CAPT. SCHROEDER

You can bring anything you like.

The girls dash off. The Captain and Ostermeyer see the Loewes sitting in deck chairs. They walk over.

CAPT. SCHROEDER

Good morning, Herr Loewe.

FRITZ LOEWE

Good morning.

ELISE LOEWE

A glorious day, Captain.

CAPT. SCHROEDER

Yes, we expect the weather to hold for most of the voyage.

RUTH LOEWE

You're spoiling us, Captain. With the food and weather and Garbo films, we'll never leave the ship.

CAPT. SCHROEDER

That's what every Captain hopes to hear from his passengers.

They start off and down the ladder.

ANOTHER ANGLE - "A" DECK

Dr. Spanier and Babette strolling. They come towards the fantail and stop. They lean over the rail and look down at "B" deck, where the tourist passengers sit in the deck chairs, stroll and children are playing shuffleboard.

CLOSE SHOT - DR. SPANIER

His eyes narrow as he sees someone below.

(CONTINUED)

CONTINUED:

DR. SPANIER
(to Babette, but
still staring
down below)

Excuse me, dear.

NEW ANGLE

CAMERA PANS with Spanier as he goes down the ladder, reaches "B" deck and walks toward Pozner and Manasee. CAMERA MOVES IN CLOSE as Manasee sees Spanier. Pozner watches as the two men stare at each other for a brief moment, then quickly embrace and part.

DR. SPANIER
Joseph, my God, man, it's what?
Eight? Ten years?

MANASEE
The convention of 1930, Heidelberg.
You lectured on hemoptysis and I
lectured on anti-coagulants.

DR. SPANIER
And at night we... we traded women
and war stories.

MANASEE
Correct. Yours was thin and pretty;
mine was voluptuous but hopelessly
drunk.

Pozner waits to be introduced, but none is forthcoming.

POZNER
(smiles)
I don't mean to break in on schoolboy
memories, I'm Aaron Pozner.

He extends his hand.

DR. SPANIER
(shakes hands)
A pleasure, Mark Spanier.
(they shake hands)
Listen, come upstairs with me. I
want you to meet my wife. Both of
you will dine with us, spend the
day, come.

CAMERA HOLDS on "B" deck activity. They start up the ladder toward "A" deck.

(CONTINUED)

CONTINUED:

A bell SOUNDS and the P.A. system comes on "Will those passengers who wish to enter tonight's dance contest please give your names to our Master of Ceremonies, Herr Zeilner. Also, after lunch, on the 'tanzplatz' on 'B' deck, there will be a puppet show for the children." The children all run to their parents for permission to attend.

INT. WEILER CABIN - DAY

Dr. Glauner sits on the edge of the old man's bed, taking his blood pressure. Rebecca Weiler watches. Dr. Glauner pumps the bulb, then holds, watching the red dye in the instrument climb. He then unstraps the device.

PROF. WEILER

Well, Doctor, does it register?

DR. GLAUNER

(slightly smiles)

Yes, it registers.

He gets up, takes some vials of pills out of his bag and turns to Rebecca.

DR. GLAUNER

Give him one every six hours.

(turns to Professor Weiler)

Your condition seems stable, Professor.

PROF. WEILER

(smiles)

How can I be dying in a stable condition?

REBECCA

Please, Klaus.

DR. GLAUNER

You're not dying, Professor. But you have been under great stress.

PROF. WEILER

'Great stress.' Trying to hide... to save myself from my fellow Germans.

DR. GLAUNER

Well, there is no one to hide from any more.

PROF. WEILER

Only memories...

(CONTINUED)

CONTINUED:

He closes his eyes.

DR. GLAUNER
(whispers to Rebecca)
Try to keep him tranquil. These
pills will help. You have the
glycerin tablets in case of
emergency?

REBECCA
Yes.

DR. GLAUNER
The intangible is the 'will-to-
live.' Call me at any time. I'll
be by again at five.

REBECCA
Thank you, Doctor.

Dr. Glauner looks at the old woman, nods imperceptibly and goes out. She goes to a bureau upon which is a candle in a brass holder. She places a shawl over her head. She lights the candle and whispers a prayer in Hebrew.

DISSOLVE TO:

CLOSE SHOT - GLASS ENCLOSED DAILY BILLBOARD - DAY

The bulletin board is being opened. A newspaper's front page is tacked up. The name of the paper, "Der Stuhmer," is flanked by two swastikas. Its banner headline reads, "Jewish Undesirables Sail for Havana." CAMERA PULLS BACK and we see Otto Gunther closing the case and going toward the bow. CAMERA HOLDS SAME COMPOSITION as Mueller and Alice Fienchild approach the bulletin board. Mueller notices the Nazi paper. He turns to Alice Fienchild.

MUELLER
A moment please.

He takes a bunch of keys out of his pocket, fishes around for one and opens the case. He tears the Nazi sheet from the bulletin board exposing a colorful poster behind it, which advertises a Mickey Mouse cartoon for children. Mueller closes the case and turns to Alice Fienchild. They resume walking.

MUELLER
I appreciate your willingness
to care for the Aber girls.

(CONTINUED)

CONTINUED:

ALICE FIENCHILD

Why not? I have children of my own in Havana, but my husband is still in Germany. I hope, one day, they'll allow him to join us.

MUELLER

What is your husband's profession?

ALICE FIENCHILD

He was a chemical engineer. Now he's in hiding. I haven't seen him in ten months.

They go OUT OF FRAME.

INT. BRIDGE - DAY

The Captain is showing a set of dials to Pozner, Manasee and Spanier. Ostermeyer is close to the wheelman.

CAPT. SCHROEDER

You see we can automatically read depth and water current.

NEW ANGLE

A radioman comes into the bridge and whispers to Ostermeyer, who nods and goes up to the Captain.

CAPT. SCHROEDER

(to Manasee, Pozner
and Spanier)

These gyro compasses are calibrated for...

OSTERMEYER

(interrupts)

Captain... can you come to the Radio Room?

CAPT. SCHROEDER

(a look of concern)

Will you escort these gentlemen to the engine room? I promised them the complete tour.

(to others)

Excuse me.

The Captain follows the waiting radioman. They go to the open door of the radio shack.

(CONTINUED)

CONTINUED:

RADIOMAN
We're de-coding it now.

CAPT. SCHROEDER
When did you receive it?

RADIOMAN
Ten minutes ago.

They enter the shack. The CHIEF RADIOMAN is figuring the last of the code. He looks up at the Captain.

CHIEF RADIOMAN
I have it.

CAPT. SCHROEDER
Go ahead.

CHIEF RADIOMAN
(reads aloud)
'Proceed all possible speed.
Situation fluid in Havana.'

Radioman hands wire to Captain.

CLOSE SHOT - THE CAPTAIN

He stares down at the wire. AS SHOT BECOMES TIGHTER, the faint rhythmic sounds of conga DRUMS seep into the frame.

DISSOLVE TO:

CLOSE ANGLE - CUBAN MUSICIANS - DAY

They're a spray of color from white to black. They wear gaudy costumes. They play maracas, a guiro, bongos, and marimbas. They sing a popular song called, "Mama Inez." A LONG CAMERA PULL BACK begins to reveal the palm lined swimming pool area of the Nacional Hotel, Havana. There are people swimming and others having drinks and lunch at the poolside tables. The Cuban flag flies from the rear of the hotel. The people at the tables are shielded from the hot tropical sun by colorful Cinzano umbrellas. When the COMPOSITION IS FULL, the CAMERA MOVES IN on a table where three men are seated. A swarthy, handsome Cuban, wearing a uniform with Cuban immigration insignia and rows of military ribbons. He smokes a panatella and listens to the others argue amongst themselves. The Cuban is MANUEL BENITEZ, Chief of Cuban immigration. The man to his left, in a rumpled grey suit, is LOUIS CLASING, head of Hamburg-American's Cuban office.

(CONTINUED)

CONTINUED:

The man to his right wears a white ice cream suit. He is ROBERT HOFFMAN, Admiral Canaris' man in Havana. The men sip drinks out of coconut shells. Hoffman perspires profusely and constantly mops his face with a handkerchief as he argues with Clasing. Through the following, Benitez smiles, enjoying the predicament of the two Germans.

HOFFMAN

You are responsible, Clasing. Here in Havana, you are Hamburg-American. It is your responsibility to see the St. Louis dock and its passengers disembark!

CLASING

Why don't you keep your spying outside my business! It was your agents who bribed the press here. You stirred up this wave of anti-Semitism.

HOFFMAN

I stirred up nothing! That's the work of Goebbels' men and Section IV-B-4.

BENITEZ

Gentlemen... gentlemen... Please be calm, there is no problem.

HOFFMAN

What do you mean, there is no problem? The English and French refugees ships have already been denied entry to the port.

BENITEZ

But not the St. Louis. Remember I did not sell the visas to those other ships.

CLASING

No, you had a sore hand from signing those nine hundred thirty-seven St. Louis visas, at one hundred and fifty dollars a signature.

BENITEZ

(shrugs and smiles)

Surely you don't begrudge me this additional revenue? My salary as Chief of Immigration is only three hundred dollars a month, hardly a civilized wage.

(CONTINUED)

CONTINUED: (2)

CLASING

You should have shared this Jewish money with the President. That's why he issued decree 937.

BENITEZ

President Bru is merely blowing political smoke rings.

HOFFMAN

On the contrary, his decree is clear. 'No refugees will be permitted entry to Cuba.'

BENITEZ

But his decree was issued yesterday, my visas were issued May sixth. I assure you they are valid.

CLASING

Senor Benitez, you're in no position to assure us of anything.

BENITEZ

Why do you care if these Jews land or not? You've been paid for their passage.

HOFFMAN

As with all arrivals, there are documents to be passed.

Platters of lobsters are being served. The men stop talking till the waiter serves them. They begin to crack the shells.

BENITEZ

(sucking the meat
from a claw)

You amuse me. First you Germans stir up the local papers against refugees, now you worry about them landing.

HOFFMAN

How much will it take to bribe President Bru?

BENITEZ

Please, please, we have had nine Presidents in the last two years. One did not even get out of his bathtub before he was deposed. Bru is no problem.

(CONTINUED)

CONTINUED: (3)

CLASING

He seems to have the support of
General Batista.

BENITEZ

Batista supports Batista. Relax.
Bru's decree is not retroactive.
The passengers aboard the St. Louis
will be permitted to disembark.

HOFFMAN

And if they're not?

BENITEZ

Then I will personally take them
off one by one. I would advise you,
though, to tell Berlin to stop this
anti-Jewish campaign here.

HOFFMAN

I have already transmitted that to
my section.

BENITEZ

Fine. Now enjoy lunch. Trust me.
There is no problem. You Europeans
have never grasped the Cuban
mentality.

The men eat.

CLASING

I'm tired of hearing that piece
of wisdom.

BENITEZ

(smiles)

But it is true... think for a
moment. What is President Bru's
decree called?

HOFFMAN

Decree 937.

BENITEZ

And how many refugees are aboard
the St. Louis?

CLASING

Nine hundred and thirty-seven.

BENITEZ

You see... the Cuban mentality.

(CONTINUED)

CONTINUED: (4)

CAMERA PANS OFF their table and MOVES PAST tourists, businessmen, swimmers and sunbathers. The PAN STOPS at a table at the far end of the pool, where two men sit, each sipping a Cuba Libre. One of the men is an elderly Cuban wearing a neat dark suit, expensive jewelry and dark glasses. He is RAUL ESTEDES, a Cuban industrialist. The other man is MAX ABER, who is tall, thin and dark haired. The lines around his eyes give him a tough, world-weary look.

MAX ABER

If the St. Louis is refused permission to land... If they have to return to Germany, you know what will happen.

ESTEDES

Senor Aber, you say your daughters are travelling alone?

MAX ABER

Yes.

ESTEDES

How do you know their visas are legitimate?

MAX ABER

They were secured by my former wife in Berlin.

ESTEDES

Do you know when they were issued?

MAX ABER

Three weeks ago.

ESTEDES

And who signed them?

MAX ABER

Chief of Cuban Immigration, a man named Benitez.

Estedes pauses, sips his drink, lights a cigarette in a long holder.

ESTEDES

Senor Benitez is eating over there.

Aber looks away to the table we have just left. He leans forward:

(CONTINUED)

CONTINUED: (5)

ESTEDES

He has grown rich signing these visas. He is reputed to have six hundred thousand dollars in a Swiss bank. The bank of Alfin, A.G. Geneva, to be precise. He has not shared this illicit revenue with the right people.

MAX ABER

President Bru?

ESTEDES

Yes and General Batista. Benitez' days are numbered.

(he sips his drink)

Do you have enough money to maintain your children if they can get off the St. Louis?

MAX ABER

I receive seven dollars a week from the Jewish Agency here in Havana. But there are jewels sewn into the lining of my eldest daughter's coat. I came to see you, Senor Estesdes, because the Agency people told me you were sympathetic.

ESTEDES

My sympathy for victims of Fascism is well known. I financed a group of Cuban volunteers, who fought for the Republican Government of Spain against Franco. It is not a question of my acting. The question is when.

There is a pause, as Estesdes smokes. Aber nervously taps the table. A beat, then Estesdes leans forward.

ESTEDES

We have several more days before the St. Louis arrives. At this point no move is preferable to a wrong move.

MAX ABER

What happens if the St. Louis is turned away?

ESTEDES

I doubt that.

(CONTINUED)

CONTINUED: (6)

MAX ABER

Why?

ESTEDES

Because I have three hundred tons of Cuban sugar consigned to the St. Louis and my revenue from this sale has been spread to the proper authorities. The St. Louis will not be turned away. It will be permitted to enter the harbor, to load and unload, refuel and take on water.

MAX ABER

That won't help me. The St. Louis must dock. It must disembark its passengers.

ESTEDES

(pats Aber's hand)

Let me think for a few days. I promise, Senor Aber, I will do everything in my power to help you get your children, but you know Cuba, one must go slow.

He signals for the waiter.

CLOSE ANGLE - THE MUSICIANS

They play the loud and boisterous "Bembe." CAMERA COMES IN TIGHT on the bongo player's hands as they bounce off the skin of the drums.

DISSOLVE TO:

CLOSE SHOT - GIANT ARMS OF THE DRIVE SHAFTS - ENGINE ROOM - NIGHT

They glisten and pump steadily, rhythmically driving the ship ahead. The noise is deafening. CAMERA PULLS BACK slowly. We see the fireman stoking the boilers; Chief Engineer checking dials as other firemen wipe down the pumps and levers. Gunther appears on an upper catwalk. He signals one of the burly firemen, who taps another man. They start up the catwalk. The Engineering Officer, Kolmer, calls out something to them. The men ignore Kolmer and continue up the catwalk. They reach Gunther and file out.

EXT. CLOSE SHOT - MAGICIAN - FANTAIL - NIGHT

The MAGICIAN in cloak and top hat performs some extraordinary act of magic to the sound of childlike "Ohs and ahs" followed by applause. A trio plays "Over the Waves."

WIDE ANGLE - FANTAIL - NIGHT

We see fifty or sixty children seated in a semi-circle watching the magician perform. He's on a raised platform and the trio plays behind him. A beautiful girl assists him in his act. Behind the children, a group of adults lean against the rail watching. CAMERA PANS the faces of the children. We see the Aber girls and the Spanier girls. Alice Fienchild sits next to the Aber girls. The boy with the compass (that we met earlier) sits in the front row, intently studying the magician's trickery.

INT. MAIN DINING ROOM - FIRST CLASS - NIGHT

People are dancing. A vocalist sings "Green Eyes." Waiters come and go. The atmosphere is gay and light.

CLOSE SHOT - THE DANCERS

We see Ruth Loewe and Mueller. They are dancing more intimately than the previous occasion. The Spaniers dance nearby. The song ends, there is applause. Then one of the passengers calls out a request for "Berlin," then another. It becomes a general request. The singer turns to the orchestra leader, who nods. The musicians move their sheet music around. The lights come down, and the vocalist begins the sad and haunting song. The people stand in place holding each other and listening. The CAMERA PANS the faces of the passengers on the dance floor. There is longing and sadness as they listen to the lyric. Then the singer motions to them to join her in the chorus.

ANOTHER ANGLE

The people start to sing. Those seated at tables join in.

ANGLE - THE CAPTAIN'S TABLE

The Captain sits next to Ostermeyer. The Loewes watch the dance floor. Ostermeyer leans over to the Captain.

OSTERMEYER

They still miss Germany.

CAPT. SCHROEDER

Why not? They're Germans.

HIGH ANGLE - THE BALLROOM

The song fills the dining room.

INT. CABIN PASSAGEWAY - TOURIST CLASS - NIGHT

Gunther and the two firemen come down the passageway. They stop at a cabin midway. Gunther takes a key from his pocket and opens the door. He enters the cabin with one of the firemen. The other fireman remains outside the closed door.

INT. LEO BERG'S CABIN - NIGHT

The room is dark except for a spill of moonlight coming through the porthole. Berg sits up in bed. Gunther approaches him. The fireman remains in the shadows.

GUNTHER

My name is Otto Gunther.

Berg nods.

GUNTHER

Your comrades from Dachau have been visiting the Captain. We want information, Berg. You understand?

BERG

Please, leave me alone...

Gunther comes closer.

GUNTHER

Herr Berg, suppose your activities at Dachau were made known to your fellow passengers. Suppose they knew you informed on women, children, husbands, sons; people you selected for death!

BERG

(tears form in
his eyes)

I informed on no one. I only buried the dead. They put me in ice water. They burned my chest. They made me bury them. I selected no one... I didn't know the people... I couldn't stand the torture...

GUNTHER

You kept the gold from their teeth!
(MORE)

(CONTINUED)

CONTINUED:

GUNTHER (cont'd)
You robbed the dead! Shall I
inform the passengers?

Berg sobs and shakes his head no.

GUNTHER
Will you cooperate?

BERG
(softly)
I gave the gold to S.S. Commander
Straub... I kept nothing... leave
me alone... please.

GUNTHER
You will be left alone after you
obtain information on the passengers'
activities - understood?

Berg nods slowly.

GUNTHER
(quietly, friendly)
Good. We will talk again. Auf
wiedersehen, Herr Berg.

They go out. CAMERA GOES IN SLOWLY on Berg. His eyes
become large in composition as they pour tears down his
cheeks.

INT. BRIDGE - NIGHT

Captain, Ostermeyer and Wheelman.

OSTERMEYER
In a few minutes we'll pass the
Azores.

CAPT. SCHROEDER
We're making eighteen knots?

OSTERMEYER
Yes. With this calm sea we hardly
notice the increased speed.

CAPT. SCHROEDER
They seem to be settling down
into a normal routine.

OSTERMEYER
Who, sir?

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

The passengers and the crew.
They're getting along well.

OSTERMEYER

In some cases, famously. Mueller
seems to be having a serious romance
with Ruth Loewe.

CAPT. SCHROEDER

(smiles)

Mueller has a serious romance on
every voyage.

EXT. "A" DECK - NIGHT

Passengers line starboard rail seeking a glimpse of distant
lights from the Azores.

CLOSE - MANASEE AND POZNER AT RAIL

POZNER

The child with the compass said
that at precisely 11:17 we would be
passing the Azores.

MANASEE

I've seen that boy do trigonometry,
but I don't see any lights out there.

POZNER

The only lights I want to see are
in Havana.

(pauses)

Does it seem to you we're going
faster?

MANASEE

No. I haven't noticed any change.
Why do you ask?

POZNER

I don't know. It's just a feeling.

They stand quietly for a moment looking down at the waterline
which is illuminated by running lights. There is a sudden
SCREAM from below.

CLOSE EFFECT SHOT - A FLASH OF A FALLING, NAKED BODY

It falls into the sea from the deck immediately below Pozner
and Manasee.

NEW ANGLE - POZNER - TOP DECK

He pushes his way through the shocked, disbelieving passengers. He reaches a red emergency box on the bulkhead; removes his shoe; smashes the glass face of the red box and pulls a switch down inside. There is an immediate wail of the ship's alarm.

INT. BRIDGE - NIGHT

Ostermeyer on phone, turns to the Captain.

OSTERMEYER

Eyewitnesses report passenger
overboard, starboard aft section!

CAPT. SCHROEDER

Stop all engines! Lower starboard
lifeboats. Searchlights on - sound
'all stations!'

Ostermeyer repeats this on engine room phone. The Wheelman moves engine indicators to "full stop." Captain goes out, Ostermeyer behind him.

CLOSE SHOTS - A BANK OF SEARCH LIGHTS

One by one they burn into life and FLARE INTO CAMERA LENS.

ANOTHER ANGLE

SHOOTING DOWN at floodlit water as lifeboats are lowered into the heaving sea.

NEW ANGLE - PANNING SHOT - DECK AND RAIL

Faces of the passengers watching the drama below. We hear whispers: "A man named Berg, Leo Berg." "Yes, he was travelling alone." "Perhaps he was ill," etc. Among them are Fritz Loewe, Dr. Spanier, Manasee, Pozner, Ruth Loewe and Muller. The CAMERA PAN ENDS on Gunther, his face is lit in the reflected light coming off the sea.

DISSOLVE TO:

AERIAL SHOT - HAVANA - DAY

CAMERA FEATURES the wide and beautiful bay with the palm-lined broad avenue, "Malelon" in the b.g.

DISSOLVE TO:

ANGLE - HAVANA STREET - UNDER A BLAZING TROPICAL SUN - DAY

Walking through the teeming, palm-lined street is Morris Troper and a balding middle-aged man, HERBERT GOLDSMITH. Troper carries his jacket over one arm. His shirt is opened and he dabs at his face with a handkerchief. They brush past children selling lotteries and prostitutes offering their wares. Goldsmith speaks rapidly.

GOLDSMITH

Listen, Troper, you have no idea what it's like. Every day they come for handouts. I'm down to seven dollars a week for those refugees already on the island. I'm besieged now by relatives of those on board the St. Louis. They follow me to my hotel at night. They sit outside my door. My phone rings all night.

TROPER

For Chrissake, Herb. You're head of the Agency here. Who told you it would be easy?

They turn a corner and head towards a cafe "Segovia."

GOLDSMITH

It's easy for you being in Europe. Going from place to place. You don't have to face these people.

Troper stops and spins Goldsmith around.

TROPER

These people? What 'people?' They're our people, and I've seen their faces. In Dachau. In Buchenwald. In cellars and attics. Hiding like frightened animals. Don't you ever say that to me again!

CLOSE SHOT - GOLDSMITH

taken aback by Troper's anger.

GOLDSMITH

For God's sake, what is it you want of me?

TROPER

Information. Contacts. The contacts that can get those people off the St. Louis.

(CONTINUED)

CONTINUED:

GOLDSMITH
That's exactly where we're going.

NEW ANGLE - TROPER AND GOLDSMITH

They go to the "Cafe Segovia" and enter.

INT. CAFE SEGOVIA - DAY

A long dark, narrow room with slowly revolving overhead fans. A zinc bar and white-enamel tables along the wall opposite the bar. There are blow-ups of bullfighters, pictures of movie stars and Hemingway over the bar. At the bar, a scattering of men and several painted prostitutes. From a jukebox in the rear we hear Artie Shaw's "Frenesi." Clasing sits alone sipping a beer and reading a newspaper. He is immaculately dressed in a white suit.

NEW ANGLE

Troper and Goldsmith reach the table. Clasing puts the paper away and rises.

GOLDSMITH
(to Clasing)
This is Morris Troper. He's head
of the Jewish Agency in Europe.
(to Troper)
Louis Clasing, Director of Hamburg-
American Lines in Havana.

They shake hands briefly. Troper slings his jacket over a chair and sits down. Goldsmith sits alongside Troper. They face Clasing.

CLASING
You are an American, Herr Troper?

TROPER
A thirsty American.

CLASING
Yes, of course.
(he signals a
waiter, then
to Troper)
What would you like?

TROPER
A cold beer.

(CONTINUED)

CONTINUED:

The waiter stands next to the table.

CLASING

And you, Herr Goldsmith?

GOLDSMITH

The same.

CLASING

(to waiter)

Dos cervezas frio.

The waiter nods and goes off.

CLASING

(to Troper)

When did you arrive?

TROPER

At two o'clock this morning.

CLASING

A long flight from Europe to Havana.

TROPER

I didn't come directly. I stopped in New York. I can tell you this, Mr. Clasing, if those people on the St. Louis are refused permission to land, the full weight of the United States will be brought to bear on your government.

CLASING

But surely you realize that Hamburg-American cannot act for the Cuban government. We are merely a shipping agency.

NEW ANGLE

The waiter comes in and places the beer down on the table. The song changes to a Cuban tune. Troper takes a long swallow, then looks directly at Clasing.

TROPER

Mr. Clasing, I'm prepared to turn this city upside down and inside out to get those people off that ship.

(CONTINUED)

CONTINUED:

CLASING

You can do as you wish. But I must warn you, the Cubans do not react well to pressure.

TROPER

They react to money, don't they?

GOLDSMITH

(to Troper)

What Mr. Clasing means is there are certain formalities.

CLASING

One must understand the Cuban mentality.

TROPER

I understand that the Cuban President issued a decree forbidding entry of any more refugees. And the St. Louis is due to arrive in thirty hours.

CLASING

The St. Louis is still on course because of me. Because I have refused to order it away. I am just as anxious to get those people off as you are.

A prostitute walks up to the table.

PROSTITUTE

Se querer algo, senores? Tengo amiga. Los dos por la precio de una.

TROPER

What the hell did she say?

GOLDSMITH

You can have her and her friend for the price of one.

CLASING

(to woman)

Andele, chica.

The woman leaves. Troper shakes his head.

TROPER

This isn't a country... it's a giant whorehouse.

(CONTINUED)

CONTINUED: (2)

CLASING

It's Cuba, Mr. Troper. Now we can approach the problem from several points. One is the man who signed the visas.

GOLDSMITH

Manuel Benitez - Head of Immigration.

CLASING

The other man is Frederico Ramos, Foreign Minister. He is cultured, sympathetic and a humanist. He is very close to President Bru.

TROPER

What about Batista?

CLASING

He's the true power behind the government. But it would be a matter of climate. Whether politically at this time he would get involved.

TROPER

Can he be bought?

CLASING

(smiles)

Do you know anyone who can't be bought? The question is to whom the money is offered, and under what auspices.

GOLDSMITH

What about Hoffman?

TROPER

Who's Hoffman?

CLASING

Hoffman is a journalist. He represents 'Der Stuhmer' in Havana.

TROPER

That's the principle Nazi paper.

CLASING

Yes, but Hoffman has many connections both here and in Berlin.

(CONTINUED)

CONTINUED: (3)

TROPER

How do I obtain an audience with
President Bru?

CLASING

I think first, you must see Benitez.
Then perhaps Ramos. I would wait
with Batista. Leave Hoffman to me.

TROPER

And if all this fails?

CLASING

(shrugs)

Then I would suggest you see the
American Ambassador. The United
States has great influence in Cuba.

TROPER

What about the German Ambassador
in Havana?

CLASING

Cuba is an American satellite, not
a German one.

TROPER

How much money do you think it
will take?

CLASING

As much as President Bru wants.

The two hookers come over. Troper rises, throws a crumpled
five dollar bill on the table.

TROPER

We'll be in touch, Clasing.

CLASING

Good luck, Herr Troper.

The women sit down with Clasing. He says something in
Spanish and they laugh.

DISSOLVE TO:

EXT. ST. LOUIS - SUNDOWN

A "postcard" shot. The ship silhouetted against a dying
magenta sun plowing through a soft blue sea. HOLD a beat.

CUT TO:

CLOSE SHOT - PORTRAIT OF ADOLPH HITLER

It moves and tilts at an extreme angle.

NEW ANGLE - MAIN BALLROOM

We see the last rows of chairs being placed in a line running from the front of the stage to the rear. A man on a ladder has removed Hitler's portrait from the top of the stage and hands it down to another seaman who hands up a wooden "Star of David." People are seated in the chairs, and a RABBI stands at the podium waiting for the seamen to place the star. CAMERA PANS to the upper level where we see Gunther watching the removal of Hitler's portrait. His face is clouded with anger, but he says nothing.

ANGLE - THE PODIUM

The seamen have removed their ladder and the Rabbi steps forward. He taps the microphone twice to make sure it is working.

RABBI

The Book of Isaiah, Chapter 14.
It is page 32 in your books.

They begin to read silently to themselves.

INT. SPANIERS' CABIN - SUNDOWN

The girls, Renee and Ines, draw with crayons in an illustrated book. Mark Spanier is tying the bow tie on his formal shirt. Babette is seated in front of a makeup mirror touching up her face. The ship's chimes are HEARD, then a voice on the P.A. system.

P.A. (v.o.)

'For those holding the first
seating, the dining rooms will
be opened in thirty minutes.'

BABETTE

(to children)

Renee, Ines, go into your room and
wash up.

The children continue to draw.

DR. SPANIER

Listen to your mother, children.

The children rise and start out. Renee stops.

(CONTINUED)

CONTINUED:

RENEE SPANIER

Can we stay up for the movie? The Aber girls are going. Then after the movie the swimming pool is open.

DR. SPANIER

Ask your mother.

BABETTE

Yes, you can go with the Aber girls to the movie, but no swimming. Now get ready for dinner.

INES SPANIER

Why do we have to eat first?

DR. SPANIER

Because that's when the children eat. Now go.

The girls go into the adjoining cabin. Dr. Spanier finishes tying the bow tie. He then lights a cigarette, turns to Babette.

BABETTE

Wait until you see my costume for the Captain's ball. It seems like everyone is using the death of Berg to avoid discussing the ball. But I know the women are secretly working on their costumes.

DR. SPANIER

(rising anger)

How in God's name can you equate Berg's death with a costume ball?

BABETTE

I only meant that they're using his death as an excuse to...

He cuts her off and turns toward her.

DR. SPANIER

(cuts in)

How can death be an excuse for anything? What do you know about death? You've been sheltered all your life.

BABETTE

But Mark, I...

(CONTINUED)

CONTINUED: (2)

DR. SPANIER

(cuts in)

I know about death! Right under my hands on operating tables. The absurd deaths... the war deaths. In the Somme, in the Argonne, in Chateau Thierry and Belleu Wood; boys, German boys, blood pumping from their stomachs and mouths. Screaming for Jesus Christ and all I could do was shoot morphine into them. Young boys dying for what? For the Kaiser? For greater Germany? For what? Death must have reason! Leo Berg killed himself and that has nothing to do with a costume ball!

He turns away from her, walks up to the open porthole and stares out. Babette watches him but says nothing. Then there's a KNOCK at the door. Dr. Spanier goes quietly to the door, opens it and Dr. Glauner stands in the doorway.

DR. GLAUNER

Can you step out here for a moment, Doctor?

NEW ANGLE - THE PASSAGEWAY

Dr. Spanier steps out, close to the cabin door.

DR. GLAUNER

Professor Weiler has just died. I would like you to verify cause of death. It appears to be a coronary occlusion.

DR. SPANIER

Why do you need me?

DR. GLAUNER

Under the circumstances, I would like your confirming opinion.

DR. SPANIER

All right.

They start down the passageway; stopping midway they knock on a door. The door opens and they step inside.

INT. WEILERS' CABIN - NIGHT

Mrs. Weiler stands at the far end of the cabin, Dr. Spanier sits on the edge of the bed. He opens Weiler's eyes and studies them. Dr. Glauner stands behind him. Dr. Spanier rises, turns to Glauner.

DR. SPANIER

Your diagnosis is correct. Massive coronary occlusion.

He walks over to Mrs. Weiler.

DR. SPANIER

I'm sorry.

REBECCA

You doctors with your fancy words.
My husband died of a broken heart.

DR. SPANIER

Your husband must be buried at sea.
There is no other way and it must
be done as quickly as possible.

REBECCA

Then I would like the burial to be
at two a.m. Most of us on this
ship have lived with death too long.
I don't want to remind the others
of death. Now, please leave me
with my husband.

They step out of the room.

INT. PASSAGEWAY OUTSIDE WEILERS' CABIN - NIGHT

DR. GLAUNER

She never cried.

DR. SPANIER

There are times when people have
nothing left to cry about.

INT. BRIDGE - NIGHT

The Captain, Mueller and Ostermeyer.

CAPT. SCHROEDER

Then it's all arranged?

MUELLER

Yes, I have selected the crew
members for burial detail.

(MORE)

(CONTINUED)

CONTINUED:

MUELLER (cont'd)
The Rabbi will officiate. All
Hebrew law will be observed.

CAPT. SCHROEDER
How is Mrs. Weiler holding up?

MUELLER
She's, well... she seems to be in
control.

A radioman comes in with a telex and goes up to the Captain.

RADIOMAN
This just came in from Clasing in
Havana.

The Captain takes it and reads:

CAPT. SCHROEDER
(reading aloud)
'Your passengers are in violation
of new Cuban law. Situation unclear.
Critical if not resolved in next
24 hours.'

The Captain sighs and hands the telex to Ostermeyer.

CAPT. SCHROEDER
Put this in the safe. We never
received it, understood?

He turns and goes through the alcove to the radio shack.

INT. RADIO SHACK - NIGHT

The Captain enters and goes up to the man at the "sending"
set.

CAPT. SCHROEDER
Send this to Clasing, in Havana.
'Am proceeding on course. Nothing
will deter me from bringing the
St. Louis into Havana harbor short
of direct naval opposition.'

As the radioman begins to tap out the message,

DISSOLVE TO:

EXT. JEWISH AGENCY BUILDING - HAVANA - NIGHT

A two story building of fading dignity, above a cafe from
which loud Cuban music emanates.

(CONTINUED)

CONTINUED:

A flow of men and women go in and out of the building. There's a sign above the cafe in three languages: Spanish, Hebrew and English, that says "Jewish Agency."

INT. GOLDSMITH'S OUTER OFFICE - JEWISH AGENCY - NIGHT

The room is packed with relatives of those aboard the St. Louis. A secretary tries to deal with their inquiries. The secretary replies in a monotone, "We have no information. The ship is due in twenty-four hours."

NEW ANGLE

A weary Troper comes in. His shirt is open and his jacket is off. He pushes his way through the crowd, sees the anxiety of the people and shouts:

TROPER

Ladies and gentlemen! Quite please!
Attention, please!

They leave the secretary and focus their attention on Troper.

TROPER

My name is Morris Troper. I am head of the Agency for Europe. Our latest information is that the St. Louis is due to arrive the morning of the 27th. There is nothing to be done here. We are making every effort to assure their safety. Now please return to your homes.

As the people begin to file out an OLD MAN comes over to Troper.

OLD MAN

Do you have hopes that all will be admitted?

TROPER

That's all we've ever had... hope.

The old man nods and leaves. Troper goes to the secretary.

TROPER

Get me a beer, will you?

He goes into Goldsmith's office.

INT. GOLDSMITH'S OFFICE - NIGHT

Goldsmith is on the phone. Max Aber, in a rumpled pair of slacks and faded blue short jacket, sits on a cracked sofa. The office is small with one open window through which the music from the cafe floats up. A Star of David flag is on the wall. Troper comes in, nods at Aber. Goes to the window and opens it all the way.

GOLDSMITH

(on phone)

We're trying to set a meeting. Yes, in twenty-four hours. We'll get back as soon as we have a figure. Yes... bye.

He hangs up and looks at Troper.

GOLDSMITH

Morris, this is Max Aber.

Aber gets up and they shake hands. The door opens and the secretary hands Troper a bottle of beer.

TROPER

Thanks.

GOLDSMITH

How did you do with Benitez?

TROPER

He asked for half a million dollars. I called him a grave-robbing son-of-a-bitch, and left.

ABER

I could have told you you'd be wasting your time with Benitez.

GOLDSMITH

(to Troper)

Mr. Aber's children, two small girls, are travelling alone on the St. Louis. He's been trying to obtain a Cuban contact to get them off.

TROPER

Any luck?

ABER

I think so. A man named Raul Estedes, an industrialist, a sugar millionaire, sympathetic to our cause.

(CONTINUED)

CONTINUED:

TROPER

Does he have any juice with President Bru?

ABER

I don't understand 'juice.'

TROPER

Influence.

ABER

He has considerable influence with the Minister of Foreign Affairs. A man named Ramos.

Troper smiles, swallows some beer.

GOLDSMITH

What are you smiling about?

TROPER

'Minister of Foreign Affairs.' It makes it sound like this island is a real country. What did New York say?

GOLDSMITH

They can raise up to a quarter of a million. They've spoken to Morgenthau, who says he will talk to Under Secretary of State, Welles.

TROPER

They'll appeal directly to Roosevelt?

GOLDSMITH

We hope they will.

(pauses, lights
a cigar)

There's been a suicide and a death of natural causes on the St. Louis.

TROPER

The beginning.

(turns to Aber)

Can you get me an appointment with Estedes?

ABER

When?

TROPER

Now.

(CONTINUED)

CONTINUED: (2)

Aber goes to the phone behind Goldsmith's desk and dials.
Troper and Goldsmith watch him.

ABER
(on phone)
Si. Senor Estedes, por favor.
(pauses)
De parte de Senor Aber.
(repeats)
Aber.
(then phonetically)
Como Arturo, Bueno, Eduardo,
Roberto: A-B-E-R.
(he waits)

EXT. PRESIDENTIAL PALACE - HAVANA - NIGHT

A colonial palace in the Spanish tradition. The Cuban flag hangs limply in the heat. Two soldiers guard the entrance.

INT. PRESIDENT BRU'S OFFICE - NIGHT

PRESIDENT BRU is a handsome man of sixty-two with lacquered grey hair. He stands in front of two opened French windows. A younger dark man, FREDERICO RAMOS, with a tailored beard, sits in front of him. A black servant brings them iced tea. They wait until he leaves.

BRU
I want Benitez arrested.

RAMOS
I think arrest is unwise. I suggest
you remove him from Head of
Immigration, and institute deportation
proceedings.

BRU
You mean present Senor Benitez
with a fait accompli? Deportation
or jail?

RAMOS
Precisely, like any ordinary thief.
He will not protest at a chance to
escape jail.
(a beat, Ramos
clears his throat)
On the matter of the St. Louis, have
you made a final decision?

(CONTINUED)

CONTINUED:

BRU

I instructed Louis Clasing that the ship was not to enter the Cuban waters. He said that was impossible. A matter of fuel, water and supplies. I therefore will permit the St. Louis to anchor and be serviced.

RAMOS

But no one will be permitted ashore?

BRU

My decree stands. We have five thousand refugees now. They have taken jobs away from Cubans. There is an outcry in the Parliament and in the press to keep any more refugees out.

(picks up a paper)

Have you seen this editorial?

'Jews control our banks, our congress, our press.'

RAMOS

Our press is controlled by the Nazi money on the island.

BRU

Nevertheless, Cuba has done her share for refugees. Decree 937 stands. It is legal and correct.

RAMOS

But is it morally correct?

BRU

My dear Ramos, you have a habit of confusing morality with practicality. I am not a priest. I am a politician. I bend with the wind. The wind now blows against the Jews.

Ramos rises.

RAMOS

There is also the American attitude to consider.

BRU

Roosevelt is as sensitive to the refugee issue as I am. There has always been a tide of anti-Semitism in America. Roosevelt will do what is politically expedient.

(CONTINUED)

CONTINUED: (2)

RAMOS

But in the end, if these people are returned to Germany, it will be you, sir, who sent them to their deaths.

BRU

History will record otherwise. There is justice to my side of this issue.

RAMOS

On the contrary, history enjoys villains and history is never recorded by poets.

(he starts out)

Good night, Mr. President.

DISSOLVE TO:

INT. SALON - ESTEDES HACIENDA - NIGHT

A large room furnished in bamboo and rattan with floor to ceiling window blinds. Overhead, slowly revolving fans. There's a bamboo wet bar and a magnificent Persian rug covering the floor. Numerous tropical plants dot the room. Estesdes wears his immaculate white suit and perennial dark glasses. He sits opposite the sweating, dishevelled Troper. There are half-finished drinks behind the wet bar. There's a beautifully plumed tropical bird perched on a ring-like stand behind Estesdes. The gentle tones of Giacomo Puccini's "La Boheme" are under the scene. Troper speaks as Estesdes re-lights his cigar.

TROPER

Then it's official, the St. Louis will not be permitted to dock?

ESTEDES

Yes. But the fact that it will be permitted to enter the harbor is significant. In Cuba one must go slowly, step by step.

TROPER

(nods)

'Manana.'

ESTEDES

(smiles)

Manana does not really mean 'tomorrow.'

(MORE)

(CONTINUED)

CONTINUED:

ESTEDES (cont'd)

Manana is a philosophical condition.
You must learn to understand the
Cuban mind, Mr. Troper.

TROPER

I understand the German mind. You
know what will happen if the St.
Louis is forced to return to Hamburg?

ESTEDES

I promised Max Aber that I will do
everything in my power to save the
people on the St. Louis.

TROPER

Can you get me an appointment with
President Bru?

ESTEDES

That requires a unique reason.

TROPER

What about nine hundred and thirty-
seven reasons? What the hell has
happened to human reason?

(rises, paces and
talks)

Clasing said he acted in good faith.
Goldsmith is tired. Benitez wants
half a million dollars. Batista
watches from the sidelines.
President Bru is unavailable and
you say go slowly. The only
tangible things I've been offered
on this lousy island are bananas,
cigars and whores.

(faces Estedes)

What kind of a country is this?!

ESTEDES

(calmly)

A poor country; and we sell what we
have: bananas, sugar, cigars and
flesh.

TROPER

And politicians.

ESTEDES

Do you honestly believe that Cuba
has a monopoly on corruption?

(MORE)

(CONTINUED)

CONTINUED: (2)

ESTEDES (cont'd)

Is it any different in your country?
I think not: only more sophisticated;
and for higher stakes. We are poor
and primitive and like all primitives,
we are less inhibited than our
civilized grafters to the north.
So here it is out in the open. Your
Jews are for sale, their lives will
be a matter of negotiation. It is
quite simple, why do you make it so
complicated?

TROPER

I suppose I suffered the strange
delusion that there were humane
considerations, but I was wrong and
you're right. The lives of those
nine hundred thirty-seven are a
commodity, like anything else.

ESTEDES

(smiles)

Now you are beginning to perceive
the Cuban mentality. Your only
function here will be to determine
what the price of freedom is for
those nine hundred thirty-seven souls.

(he looks at
the Negro)

Jose-Louis! Dos mas, por favor.

(Negro mixes
two more drinks)

Sit down, Mr. Troper. Relax.
Cuba is tropical, hot and humid.
One must go slowly.

Troper slumps down, lights a cigarette.

TROPER

Where does the bidding begin?

ESTEDES

With Frederico Ramos.

The Negro man comes in with the drinks, sets them down.
Estedes raises his glass.

ESTEDES

To the St. Louis.

As Troper raises his glass the CAMERA GOES IN TIGHT on the
two glasses clinking together and we hear Troper's voice
OVER THE SHOT.

(CONTINUED)

CONTINUED: (3)

TROPER (o.s.)
To the St. Louis...

CUT TO:

CLOSE SHOT - TWO CHAMPAGNE GLASSES CLINKING TOGETHER

And the explosive SOUND of a conga "Linda Cubana" and the laughter and chatter of hundreds of voices. CAMERA PULL BACK BEGINS: We see the two holders of the glasses are Count Dracula and a woman in a cat mask. Around them are pirates, sheiks, harem girls. The bizarre costumes are in evidence throughout the first class dining room. It is the glittering and exotic "last night at sea" ball. The dancers cling to each other as they form the giant writhing conga line. The atmosphere is one of total abandonment. The orchestra too is costumed in a Cuban motif.

ANGLE - THE CAPTAIN'S TABLE

Ruth Loewe is dressed in an Arabian Dejballah. Mueller is in his dress whites. Dr. Spanier and Babette sip champagne. Babette wears the costume of an 18th century courtesan. Dr. Spanier is in formal evening wear. Dr. Glauner is in uniform and seated next to Elise Loewe, who wears a long spangled formal gown. The Captain and Ostermeyer are seated next to each other in their formal white uniforms. The waiters constantly pour champagne and after-dinner drinks. They all watch the frenzied conga dancing.

OSTERMEYER
(to Captain, indicating the dancers)
Quite a difference from the day we
left Germany.

CLOSE SHOT - CAPTAIN SCHROEDER

Pensive, reflecting on Ostermeyer's comment.

WIDE ANGLE - THE BALLROOM

The conga concludes and the orchestra switches to Glenn Miller's "Adios." The people begin to dance intimately to the bluesy, romantic melody. Mueller and Ruth Loewe get up to dance.

BABETTE SPANIER
Let's dance, Mark.

(CONTINUED)

CONTINUED:

DR. SPANIER

Not just now.

BABETTE

Please.

DR. SPANIER

Ask Dr. Glauner.

She looks at Mark for a moment, then turns to Dr. Glauner.

BABETTE

Would you care to dance, Doctor?

DR. GLAUNER

I'd be delighted.

They rise and move out to the dance floor.

DR. SPANIER

(to Elise Loewe)

Where's your husband?

ELISE

He said he wanted to see the lights
of the Florida coast.

(she turns to
the Captain)

When do we pass the Florida coast?

CAPT. SCHROEDER

Any moment now.

(he touches Dr.
Spanier's sleeve)

I've been meaning to thank you for
your assistance with Mrs. Weiler.

DR. SPANIER

I did nothing, really. She managed
everything herself.

CAPT. SCHROEDER

(leans forward)

Doctor, I would appreciate it if
you would step outside with me.
There is something I want to discuss
with you... privately.

DR. SPANIER

Of course.

A WIDE PANORAMIC SHOT - THE COSTUME BALL

The dancers swaying to the lilting tune of the Glenn Miller
arrangement.

CUT TO:

A FLASH OF STUTTERED FRAMES - NEGATIVE POLARITY

- a) Pozner's submerged image in a bathtub. Four hands grab him, pull him up. Screaming voices in German are over "Juden!! Juden!!" Pozner is pushed under again.
- b) Pozner's bare chest and a glowing cigarette being pressed into his flesh.
- c) Pozner being marched up to a wooden gallows.
- d) The trap is sprung.

CLOSE SHOT - POZNER - NIGHT

He bolts upright in bed. His face is covered with beads of perspiration. He gasps for breath. A beat... then a KNOCK at the door.

NEW ANGLE - POZNER'S CABIN - NIGHT

The door opens and Manasee, wearing clown's makeup, enters. He carries a Mickey Mouse hat in one hand and in the other a bottle of champagne. Alice Fienchild is behind him. She wears a party dress and a "Napoleonic" tri-cornered hat. As Manasee comes up to the bed, he notices Pozner's stress.

MANASEE

You all right?

POZNER

Yes, I'm fine. Just dreaming.

MANASEE

Alice and I decided you're going to be Mickey Mouse.

He shows him the hat.

ALICE FIENCHILD

(to Pozner)

They're having a grand time upstairs.

MANASEE

When will you ever again be able to go to a costume ball, first class on a great ocean liner?

POZNER

Whenever Dr. Goebbels gives me another ticket.

(CONTINUED)

CONTINUED:

MANASEE

Come on, Aaron, leave the memories behind for one night. To hell with the past. Alice, help me get this bag-of-bones on his feet.

He puts the champagne down and starts to tug at Pozner's sleeve as Alice comes over to the bed; Pozner swings his legs over the side.

POZNER

All right, let me wash up.

MANASEE

What for? You're Mickey Mouse, who's going to say Mickey Mouse smells?

Pozner smiles slightly as Manasee puts the Mickey Mouse hat on his head.

CLOSE SHOT - POZNER

He smiles from under the Mickey Mouse hat.

POZNER

Walt Disney will never survive this.

CUT TO:

ANGLE - CABIN PASSAGEWAY - FIRST CLASS - NIGHT

The long corridor is empty. We see the Aber girls clad in pajamas, stealthily coming out of their cabin. Renatta holds a dish of water in which floats a bar of soap. With her younger sister, Evelyn, they proceed to another cabin and tap three times on the door. The Spanier girls, Renee and Ines, come out also clad in pajamas. They giggle for a moment, then all four proceed down the passageway to another door and knock three times.

CLOSE ANGLE - CABIN

Door opens and we see the twelve-year-old boy who demonstrated his navigational expertise earlier.

RENATTA ABER

We're ready.

(CONTINUED)

CONTINUED:

BOY

All right, I'll call.

RENEE SPANIER

Be sure you order a lot.

BOY

Please trust me. I planned this entire operation.

The boy closes his door and the girls proceed to soap the door knob.

CUT TO:

ANGLE - AFT DECK - NIGHT

Ruth Loewe and Mueller stand at the rail. Her hair blows in the balmy night breeze. The ballroom music is under the scene.

MUELLER

You mean he just stands there at the railing?

RUTH

For hours. In the same place Berg jumped from; in the same place Weiler's body was slipped into the sea.

MUELLER

Well, once we get to Havana, once he sets foot ashore this odyssey of fear will end.

RUTH

Yes, for all of us.

They are quiet for a moment, then Mueller leans over and kisses her lightly on the mouth.

MUELLER

Ruth, there's something I want to tell you... something you must...

RUTH

(she cuts in)

I know what you're going to say. That you're a man of many affairs, but this one is different, this one is special.

(CONTINUED)

CONTINUED:

He looks at her for a moment and decides to withhold the "Havana" problem and keep things light.

MUELLER

(smiles)

How did you know?

She studies him for a moment, smiles, kisses him lightly on the mouth.

RUTH

Because I'm one of the 'chosen' people. Come on, let's drink some champagne. It's the last night.

He puts his arm around her and they stroll out of FRAME.

ANGLE - MIDSHIP DECK - NIGHT

Fritz Loewe stands at the railing staring down at the moon-lit sea. He appears haggard and haunted. Elise Loewe comes up to him.

ELISE LOEWE

We have to pack, Fritz. We arrive in the morning.

FRITZ LOEWE

There's no reason to pack. We're going to be sent back to Germany. They want me. The S.S. wants all of us. There's no way to escape.

ELISE LOEWE

Don't you see those lights?

EFFECT SHOT - A STRING OF LIGHTS TWINKLING ON THE HORIZON

ANGLE BACK TO FRITZ AND ELISE LOEWE

ELISE LOEWE

Those are the lights of Florida. The new world, Fritz.

FRITZ LOEWE

The new world doesn't want us. Only the Reich wants us.

ANGLE - FIRST CLASS PASSAGEWAY - NIGHT

We see a waiter coming towards the CAMERA.

(CONTINUED)

CONTINUED:

He balances a tray filled with platters. The dishes sway precariously. He heads for the cabin of the boy. As he nears it, we see the heads of the Aber and Spanier girls pop out from their respective cabins watching the waiter's progress. He reaches the door and knocks. The boy's voice says "Come in." The waiter adjusts the balance of the mountain of dishes and pulls on the door knob. His hand slips, his balance fails and the dishes crash to the floor. The Aber door and the Spanier door slam shut.

HIGH ANGLE - THE BALL

People dancing a "Lindy." The vocalist sings "A Tisket - a Tasket." The action should be abandoned with the feeling of a last fling. We HOLD TO ESTABLISH - then:

CUT TO:

EXT. PASSAGEWAY - TOP DECK - NIGHT

Captain Schroeder and Dr. Spanier walking slowly on the open deck.

CAPT. SCHROEDER

I have told you what I know. The situation in Havana is fluid.

DR. SPANIER

Why have you confided in me?

CAPT. SCHROEDER

Because you are a man who commands respect.

DR. SPANIER

Why not choose Pozner or Manasee for this proposed passenger committee? They've been through more than I have.

CAPT. SCHROEDER

Those men are tense and distraught. They can serve on the committee, but not lead it.

They stop and look at the distant lights.

DR. SPANIER

So I form this passenger committee to act as a buffer between the passengers and the reality of being sent back to Germany?

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

Not the reality, the possibility.
But if Cuba fails there is always
America. Your committee will be
respected and we will have a chance
to maintain order. What do you say,
Doctor?

DR. SPANIER

I don't think so, Captain.

CAPT. SCHROEDER

I implore you to accept this post,
Doctor.

DR. SPANIER

I'm sorry, Captain. I just don't
want to get involved.

CAPT. SCHROEDER

Suppose an epidemic broke out on
this ship, would you be involved?

DR. SPANIER

Of course, I would.

CAPT. SCHROEDER

If we are refused permission to
disembark, there very well may be
an epidemic of mass suicide.

There is a beat of silence as the two men stare at the
distant lights.

DR. SPANIER

(softly, under
his breath)

Massada...

CAPT. SCHROEDER

What?

DR. SPANIER

Massada - A mountain peak in the
hills of Palestine. In 70 A.D. over
nine hundred Jews committed mass
suicide rather than surrender to the
Romans.

CAPT SCHROEDER

(looks at Spanier
for a long beat)

Doctor, will you serve as chairman
of this committee?

(CONTINUED)

CONTINUED: (2)

DR. SPANIER

You leave me no choice.

CAPT. SCHROEDER

Thank you. Shall we go back inside?

DR. SPANIER

By all means... on with the masquerade.

CUT TO:

RADIO SHACK - NIGHT

The Chief Radioman (Steinman), sits at his console. His aide is sending a message from a stack of handwritten passenger telex forms.

AIDE

They all say the same thing.
'Arriving tomorrow at six a.m.
All is well, love.'

STEINMAN

God help them.

NEW ANGLE

as Gunther enters and goes up to Steinman.

STEINMAN

Good evening, Herr Gaulieter.

GUNTHER

Good evening, Steinman.

STEINMAN

What can I do for you?

GUNTHER

I want information.

STEINMAN

What sort of information? The weather? The sea?

GUNTHER

I am not interested in the weather. You received a cable about trouble in Havana. Is it true?

(CONTINUED)

CONTINUED:

STEINMAN

You know better than to ask me that.

GUNTHER

I am not asking, Herr Steinman, I am demanding that information.

The aide stops sending and watches.

STEINMAN

Make your demands to the Captain.

GUNTHER

I warn you, as ship's representative, I have the right to know.

STEINMAN

Get out of here, Gunther...

GUNTHER

You will regret this, Steinman... I promise you.

STEINMAN

Tell me, what is it to you if the Jews are refused entry? Have you become a Jew lover?

The aide laughs and resumes sending.

CLOSE SHOT - GUNTHER

trying to contain his rage.

DISSOLVE TO:

AERIAL SHOT - THE ST. LOUIS - NIGHT

Its lights ablaze moving through the gentle swells of the Gulf stream. An OPTICAL TIME DISSOLVE BEGINS. The sky begins slowly to lighten. The ship's lights begin to go off. The ANGLE SHIFTS from the broadside seaward angle 180°, to the opposite side, and coming through the ever whitening image is the skyline of Havana caught in the first rays of the rising sun.

DISSOLVE TO:

INT. BRIDGE - ST. LOUIS - DAWN

The Captain stands alongside the Navigation Officer, Heinrich, and the Wheelman.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER
Your calculations were precise.

HEINREICH
Within three hours... the three hours
we lost searching for Berg.

Ostermeyer comes in with the Cuban Harbor PILOT. A small
wiry man with a ready smile.

OSTERMEYER
Pilot aboard, sir.

The Pilot salutes the Captain.

CAPT. SCHROEDER
Are we proceeding to the Hamburg-
American pier?

PILOT
No, sir, we anchor in the roadstead.

CAPT. SCHROEDER
Why?

PILOT
(shrugs)
Those are my orders.

CAPT. SCHROEDER
What speed do you want?

PILOT
Eight knots, and 130° compass.

Ostermeyer sets the engine room dial to "one quarter ahead"
and picks up the engine room phone.

OSTERMEYER
Kolmer...
(pauses)
Eight knots and standby.

He hangs up. The Captain motions to Ostermeyer and he
follows the Captain out onto the exterior bridge.

EXT. BRIDGE - CAPTAIN SCHROEDER AND OSTERMEYER

They stand on the leeward side.

CAPT. SCHROEDER
Where is Mueller?

(CONTINUED)

CONTINUED:

OSTERMEYER

He's seeing to the luggage and setting up the tables for the Cuban Immigration people. What do we tell the passengers?

CAPT. SCHROEDER

The truth... we will be at anchor temporarily until the Cuban Immigration and Medical Authorities come aboard. Have the Steward's office announce breakfast and get the ship's orchestra on deck.

NEW ANGLE

Ostermeyer leaves. The Captain stands alone for a moment.

DISSOLVE TO:

A SERIES OF CUTS

- a) German seamen carrying luggage up to the top decks.
- b) Mueller in tourist dining room supervising tables being set up for Cuban Immigration. Two signs being placed: "TOURIST" and "FIRST CLASS."
- c) Fantail near the flowing swastika. The ship's orchestra setting up on deck.

HIGH ANGLE - THE DOCK AREA - HAVANA - DAY

We see two large open launches. One launch is carrying fifteen armed Cuban police. The other launch carries a Cuban doctor in white uniform and twelve Cuban Immigration men in grey uniforms. The launches start away from the pier.

REVERSE ANGLE - FROM DOCK AREA TOWARD BAY

We see the launches moving away as the bow of the St. Louis hoves into view.

ANOTHER ANGLE - THE PIER

Hundreds of people: relatives of those on board the St. Louis clamor toward Cuban launch operators.

(CONTINUED)

CONTINUED:

They are held back by Cuban police. CAMERA PANS toward another area on the pier. Robert Hoffman and Louis Clasing are seated in a launch flying the Hamburg-American flag. Hoffman carries a slim black cane, a handful of magazines, and a fountain pen in his outer suit pocket. Clasing sits alongside him puffing nervously on a cigarette. A black Cuban seaman is at the engine and tiller. They stare out at the St. Louis.

CLOSE SHOTS

- a) The smoke stack of the St. Louis. It SCREAMS a short burst of three clouds of smoke.
- b) The anchor, like the head of some great metal serpent, slides out of the bow and splashes into the oily water of Havana Bay.

ANGLE - ST. LOUIS FANTAIL - ORCHESTRA - DAY

They play the gay and lyrical "Siboney."

ANGLE - THE ST. LOUIS - FIRST CLASS DECK RAILING - DAY

The Loewes, Spaniers, Rebecca Weiler, and Alice Fienchild with the Aber girls. Mueller stands behind them checking the seamen stacking the luggage.

FRITZ LOEWE

Why are we stopping? I told you...
I warned you... I warned all of
you!!!

RUTH LOEWE

Papa, please... you see those
launches? That's the Cuban
Immigration and Medical Officials.
We have to pass their inspection.

FRITZ LOEWE

Why weren't we permitted to dock?

He touches Dr. Spanier.

DR. SPANIER

It's exactly as your daughter said.

Fritz sees Mueller behind them and goes over to him.

(CONTINUED)

CONTINUED:

FRITZ LOEWE

Tell me, Mueller... what is the meaning of this?

MUELLER

Of what?

FRITZ LOEWE

Of not being permitted to dock.

MUELLER

I have never been to Havana before.
I am not familiar with Cuban procedure, but I suspect it's just routine inspection.

FRITZ LOEWE

That's a famous Nazi word 'routine.'
Routine round-ups... routine seizures... routine searches...
(his voice rises)
This is a death ship!! A floating Dachau!!

He storms off. Mueller looks across at Ruth and for an instant their eyes lock in mutual sympathy.

DR. SPANIER

(to Elise Loewe)

You better look after him.

ELISE LOEWE

Yes, I will, he's... well... I've tried. But my husband... he's... he's like a stranger to me.

DR. SPANIER

Dr. Glauner should see him.

RUTH LOEWE

Dr. Spanier is right. It's a medical problem with Papa.

They move out of FRAME. Babette Spanier comes up to Dr. Spanier.

BABETTE

Should I get the children?

DR. SPANIER

Is the luggage up on deck?

BABETTE

Of course, it was all done yesterday.

(CONTINUED)

CONTINUED: (2)

DR. SPANIER
And our documents?

BABETTE
In my handbag.

DR. SPANIER
All right, get the children.

BABETTE
Where are you going?

DR. SPANIER
To find Pozner and Manasee.

Babette goes off. Rebecca Weiler moves closer to Alice Fienchild.

REBECCA
My husband, at the end, was in many ways like Fritz Loewe. Still I wish to God he would have lived to see the skyline of this city.

ALICE FIENCHILD
I wish my husband was here to see it too.

REBECCA WEILER
Do you have children?

ALICE FIENCHILD
Yes, two boys... somewhere in Havana...

CUT TO:

ANGLE - RAILING - TOURIST CLASS - DAY

We see Manasee pushing his way through the milling crowd towards Pozner, who stands at the rail. The strains of the orchestra playing "Poinciana" are under.

NEW ANGLE - POZNER AND MANASEE AT RAIL

MANASEE
Mueller said it's temporary, for medical inspection.

Pozner does not respond.

REVERSE ANGLE - FROM BEHIND POZNER AND MANASEE

We see the launches approaching the sea ladder, which is just above the water line at midship. Dr. Glauner stands at the foot of the ladder greeting the Cuban Medical Officer.

ANGLE - THE SEA LADDER

Dr. Glauner and the Cuban Medical Officer start up the sea ladder. The police and Immigration men follow.

EXT. DOCKSIDE - HAVANA - HAMBURG-AMERICAN LAUNCH

Clasing signals the black seaman and the engine begins. Hoffman looks tense as the launch slowly moves away from the dock.

INT. CAPTAIN SCHROEDER'S STATEROOM - DAY

The Captain has a stack of thirty-two manifest sheets on his desk containing the names of all the passengers. He examines the last sheet and signs his name. There is a KNOCK at the door.

CAPT. SCHROEDER

Come in.

The door opens and Dr. Glauner and the Cuban doctor, SOMOSA, enter. The Captain rises, and the Cuban doctor salutes. He wears many campaign ribbons on his uniform. The Captain returns the formality.

SOMOSA

Dr. Henri Somosa.

CAPT. SCHROEDER

Please sit down, Doctor.

(looks at Dr.
Glauner)

Dr. Glauner, would you bring the brandy over here?

SOMOSA

No thank you, too early.

CAPT. SCHROEDER

Coffee?

SOMOSA

No, I must get started.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

Here are the manifest sheets. Nine hundred thirty-seven men, women and children.

SOMOSA

(gathers them up
and thumbs through
them)

You have signed them all?

CAPT. SCHROEDER

Yes.

SOMOSA

You understand, Captain, your signature is tantamount to a sworn statement.

The Captain flashes a look at Dr. Glauner, who shrugs.

CAPT. SCHROEDER

I can assure you none of the passengers is an idiot, or insane or suffering from a social disease ... nor have they been convicted of any felony or other infamous crimes.

Somosa smiles, rises.

SOMOSA

Please have all the passengers assemble in the social hall deck.

DR. GLAUNER

For what purpose.

SOMOSA

My inspection.

CAPT. SCHROEDER

You have my sworn statement.

SOMOSA

Please assemble your passengers.

CAPT. SCHROEDER

I've been to hundreds of ports in over twenty years of being at sea and I never had passengers submit to medical examinations.

(CONTINUED)

CONTINUED: (2)

SOMOSA
This voyage is different.

CAPT. SCHROEDER
(cold and flat)
Dr. Glauner, have Mueller assemble
the passengers.
(to Somosa)
Goodbye, Doctor.

SOMOSA
Surely, Captain, you realize I am
only following my orders.

CAPT. SCHROEDER
Just disaptch this charade as
quickly as possible.

SOMOSA
(smiles)
Hasta la vista, Captain.

The man goes out.

EXT. SEA LADDER SIDE - THE ST. LOUIS - DAY

The launch bearing Clasing and Hoffman bobs gently at the foot ladder. A Cuban Police Lieutenant stands at the base of the ladder with a German seaman. The other launches that carried the Cuban police, Immigration and the doctor are tied off. The passengers look down from above. Several row boats and small outboards carrying bananas and pine-apples are hovering close to the St. Louis hull. The boat vendors call up their wares to the passengers. The sun is higher and begins to bear down mercilessly.

CLOSE ANGLE - SEA LADDER

Clasing steps onto the ladder and shows his identification to the Police Lieutenant, who inspects it and motions Clasing to go up. Hoffman then steps out onto the ladder and starts to go by the Lieutenant who grabs him.

POLICE LIEUTENANT
Identification?

HOFFMAN
I am Robert Hoffman, Assistant
Manager of Hamburg-American Lines.

POLICE LIEUTENANT
Where are your papers?

(CONTINUED)

CONTINUED:

Hoffman takes out his wallet, shows the Lieutenant a wad of money, then slips a business card and some bills into the Cuban's palm. The Lieutenant palms the money and looks at the card.

POLICE LIEUTENANT

This card is for a German newspaper,
'Stuhrmer.'

HOFFMAN

I represent the paper as well as
the steamship line.

POLICE LIEUTENANT

I'm sorry you cannot pass, senor.
Only Cuban officials or Hamburg-
American officials or those with
passes issued by Cuban authorities.

NEW ANGLE

Hoffman looks up at Clasing who stands at the top of the sea ladder looking down. A beat and Clasing turns and steps onto the deck.

HOFFMAN

Can I have a crew member brought
to me?

POLICE LIEUTENANT

No. Contact is forbidden between
anyone on the ship... and anyone
who comes out to it... you must
leave.

HOFFMAN

But I only wish to give these
magazines to a friend. It's worth
some more pesos to me.

POLICE LIEUTENANT

What do you mean 'more' pesos...
I've received no pesos.

(he pulls his
pistol)

Get off this ladder now!

Hoffman steps back onto the launch. He looks up at the deck and sees a seaman. He calls up to the man.

HOFFMAN

You there! Seaman!

(CONTINUED)

CONTINUED:

The German sailor looks down.

HOFFMAN

I am Robert Hoffman, a friend of Otto Gunther's. Please find him at once.

The sailor looks down but doesn't move. The Police Lieutenant shouts to the black Cuban in Hoffman's launch.

POLICE LIEUTENANT

Salgan!

The man nods, starts the launch up and pulls away heading back towards the dock. Hoffman stands in the launch looking back at the St. Louis.

ANGLE - THE DECK

Passengers, luggage, police, Immigration people are all mingling. Lines are formed toward the social hall. Gunther comes through the crowd and goes to the sailor at the top of the sea ladder.

GUNTHER

(points to disappearing launch)

That launch... was it Hamburg-American?

SAILOR

Yes.

GUNTHER

Is that man returning to shore Louis Clasing?

SAILOR

No, his name was Hoffman... he asked for you.

CLOSE SHOT - GUNTHER

staring at the distant launch.

INT. CAPTAIN SCHROEDER'S STATEROOM - DAY

The Captain stands at the porthole looking out at Havana Bay. A small stack of blue telexes are on his desk. The door opens and Louis Clasing enters. The Captain turns.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

Yes?

CLASING

I'm Louis Clasing.

CAPT. SCHROEDER

The face on the blue paper.

CLASING

What?

The Captain walks quickly to his desk and grabs a fistful of blue telexes.

CAPT. SCHROEDER

Your cables, Herr Clasing, a collection of innuendo and double talk.

Clasing moves toward the Captain's desk.

CLASING

I understand and sympathize with you, Captain. I do not take pleasure in this entire incident. I am, as you are, a professional. I came out here to explain as much as I know.

CAPT. SCHROEDER

For God's sake, Clasing. What is it we're involved in?

CLASING

The situation is complex. The Cuban visas that were sold to the passengers are invalid.

CAPT. SCHROEDER

Invalid?

CLASING

They were illegally issued by a man named Benitez... for his own personal profit.

CAPT. SCHROEDER

And knowing this, why didn't you tell Holthusen? Why were we permitted to sail?

(CONTINUED)

CONTINUED: (2)

CLASING

I did inform Holthusen... but we assumed Benitez had spread his profit to the top of the Cuban government.

CAPT. SCHROEDER

To the President?

CLASING

Of course, this is Cuba... everything runs on 'mordita'... mordita is a Spanish word meaning 'bite.' Everyone takes a bite. The President has issued decree 937 forbidding entry to the passengers of the St. Louis because he was not offered a bite.

The Captain turns and paces.

CAPT. SCHROEDER

I listen, but I can't believe what I hear... you call yourself a professional? You permit this ship to leave Germany with a capacity load of people who have lived on the edge of extinction... people who believe that this voyage is a new lease on life and now we are anchored within the sight of their salvation... and it's denied them.

(faces Clasing)

What kind of a man are you, Herr Clasing?

CLASING

Captain, please try to understand my problems.

CAPT. SCHROEDER

(roars)

I'm not concerned with your problems!!
I just want my passengers ashore!!!

Clasing rises.

CLASING

The truth is, you are here in Havana harbor... you can regard the voyage as over. The passengers are no longer your problem.

(CONTINUED)

CONTINUED: (3)

The Captain walks slowly and menacingly to Clasing. He speaks in a calm but deadly cadence.

CAPT. SCHROEDER

These people are my responsibility
until they leave this ship. Now
get off my ship and get these people
into Havana... and by God, do it
quickly!

Clasing stares at the Captain for a beat... then abruptly
turns and goes out.

INT. SOCIAL HALL - ST. LOUIS - DAY

A long line of passengers pass first the Medical Officer,
then the Immigration Officer. Their visas are stamped with
an "R." Mueller is at the far end of the line.

MUELLER

Those who have cleared Immigration
please go up to the main deck and
stand by for debarkation.

He repeats this several times.

EXT. TOP DECK - DAY

We see passengers lined up at the gangway with luggage, but
they are not allowed to go down the sea ladder to empty
launches. They instead drop coins to the vendors in fruit
boats, who pass coconuts and pineapples up to the deck.

ANOTHER ANGLE

Alice Fienchild and the Aber girls are clustered at the rail
among the others. A group of small boats with civilians
shout up to the people on deck asking for and about relatives

NEW ANGLE - A SMALL OUTBOARD

We see Max Aber in the boat... he calls up.

MAX ABER

(shouting)

I'm Max Aber... my daughters are
travelling alone... does anyone
know my children? Renatta and
Evelyn Aber?

ANGLE - ALICE FIENCHILD

ALICE FIENCHILD
Yes!!! Yes, they're right here!!!

She leans down to the children.

ALICE FIENCHILD
See, I knew your father would be
the first one to come.

She lifts the small child, Evelyn, up.

ALICE FIENCHILD
Wave to your father.

The children wave and cry "Daddy."

CLOSE SHOT - MAX ABER

He waves to them; tears form in his eyes and start to roll
down his cheeks.

MAX ABER
(shouting)
Do they have their visas?

ALICE FIENCHILD
Yes, we all do!!!

MAX ABER
We'll soon be together, children!
Very soon!!

He turns to the boat man.

MAX ABER
Salgan...

The boat man guns the outboard and they head back to shore.

ANGLE - ALICE FIENCHILD AND ABER GIRLS

RENATTA
When can we leave? When can we
go to Daddy?

ALICE FIENCHILD
Very soon... come now... we'll get
some lunch.

ANGLE - THE SMALL BOATS

with people who have relatives aboard the St. Louis. They
continue to call up to the passengers asking for their loved
ones.

INT. CAPTAIN'S STATEROOM - DAY

Pozner, Manasee, Ostermeyer and Dr. Spanier are gathered in front of the Captain.

CAPT. SCHROEDER

I don't think we can expect much from Clasing.

DR. SPANIER

What about Hamburg?

CAPT. SCHROEDER

Clasing gave no indication of any help from Hamburg.

(looks at Ostermeyer)

Paul, have the passenger's luggage taken back down and announce lunch.

Ostermeyer goes out.

POZNER

What are you going to tell the passengers?

CAPT. SCHROEDER

I would like you to tell them that when we are clear of medical and immigration we expect to disembark...

MANASEE

Why must we tell them?

CAPT. SCHROEDER

(sighs)

Because the time has come for your committee to be activated.

DR. SPANIER

Do you think we will be allowed to disembark?

CAPT. SCHROEDER

I received a call from a representative of the Jewish Agency in Havana. A man named Troper. He expressed hope that he will be meeting with the Cuban President.

POZNER

But you have received no official order to leave the harbor?

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

No... nor have I received any official communique refusing the St. Louis to disembark her passengers.

DR. SPANIER

What about the Presidential decree 937? That seems fairly official to me.

CAPT. SCHROEDER

I don't know... my guess is that our chances rest with Mr. Troper and perhaps ultimately with Franklin Roosevelt.

MANASEE

I agree. It's inconceivable America would refuse us.

POZNER

Why? Why is that inconceivable?

MANASEE

The very foundation of America is carved into the Statue of Liberty... 'Give me your tired, your weary, your hopeless...'

POZNER

Don't confuse a French statue with practical politics.

DR. SPANIER

All right, Captain, we'll see to it that the passengers remain calm.

CAPT. SCHROEDER

Thank you, gentlemen.

They file out. The Captain slowly sits behind his desk staring at the empty room.

DISSOLVE TO:

INT. PRESIDENT BRU'S OFFICE - DAY

Bru stares out at the St. Louis through the French windows. Ramos is seated. A nervous Manuel Benitez stands.

BENITEZ

I was helping those refugees as a matter of conscience.

(CONTINUED)

CONTINUED:

Bru turns to face him.

BRU

For the past two years you've been using that noble excuse to commit larceny on a grand scale.

BENITEZ

I helped refugees because I was concerned with world opinion of the Cuban nation.

BRU

You were concerned with an unlisted Swiss account: Alfin A.G. Geneva. You have violated the sacred trust of your office. You have exactly twenty-four hours to leave Cuba.

BENITEZ

(to Ramos)

I assume you have spoken with the General?

RAMOS

General Batista was informed at 7:45 last night. He had a message for you.

BENITEZ

What message?

RAMOS

It was rather brief... He said tell Benitez, 'Adios.'

Bru pushes a button on his desk. The door opens and two armed palace guards enter.

BRU

Take Senor Benitez to his home and then to the airport.

He hands Benitez a ticket.

BRU

This Pan-American flight was secured for you by the Cuban nation in appreciation for all your loyal service.

Bru nods to the guards. They come up on either side of Benitez and usher him from the room.

(CONTINUED)

CONTINUED: (2)

There's a beat of silence as Ramos lights a cigarette. He then looks up at Bru.

RAMOS

I received an inquiry from Raul
Estedes regarding a possible
meeting with a man named Troper.

BRU

Concerning what?

RAMOS

The St. Louis. Troper is the
European Director of the Jewish
Relief Agency.

BRU

My decree stands.

Ramos rises, goes to the window and stands alongside Bru.
They look out at the anchored St. Louis.

RAMOS

That ship will turn into a carnival.

BRU

Every tragedy has within it the
seeds of a carnival. Cuba did
not request these refugees.

RAMOS

The Foreign Press on the island
will be sending this story to the
entire world. You must consider
the humanitarian aspects.

BRU

But why are we singled out? What
about the democracies? Where are
the French in all this?

RAMOS

The French have given haven to
five hundred thousand refugees
of the Spanish Civil War.

BRU

And Britain? I noticed they issued
a decree forbidding any more Jews
to enter Palestine.

RAMOS

That's a political problem.
(MORE)

(CONTINUED)

CONTINUED: (3)

RAMOS (cont'd)

Britain may be facing a war with
Nazi Germany. They cannot afford
to anger the Arabs.

BRU

Arabs? The mighty British Empire
is in fear of Arabs?

RAMOS

You can't run a tank on blood and
the Jews have no oil.

BRU

So... with all the democracies there
is an excuse; but this poor
impoverished island must accept
these refugees.

RAMOS

They will pay for their freedom,
Mr. President.

A long beat... then Bru faces Ramos.

BRU

I will go this far... at the
appropriate time a negotiation
will be considered.

RAMOS

Can I go ahead with an appointment
for Troper?

BRU

For the moment, you will see that
the St. Louis is serviced...
nothing more. Understood?

RAMOS

Understood.

Ramos starts for the door and stops... turns back.

RAMOS

Does that service include the
three thousand tons of Raul
Estedes' sugar?

He looks at the President for a moment and then leaves.

DISSOLVE TO:

CLOSE SHOT - YELLOW QUARANTINE FLAG - ST. LOUIS - DAY

It is slowly lowered.

WIDE ANGLE - THE TOP DECK NEAR THE SEA LADDER

Passengers watch as Dr. Glauner shakes hands with the departing Medical Officer, Somosa, who goes down the ladder followed by the Immigration Officers. The launch leaves; only the police remain on board.

CLOSE SHOT - FRITZ LOEWE

He stands near Mueller watching the launches go. The other passengers turn to Fritz Loewe as he raises his voice.

FRITZ LOEWE

Why do the police remain?

MUELLER

A formality.

FRITZ LOEWE

It's not a formality.

(tugs Mueller's
sleeve)

We are being held on Himmler's
orders... we are prisoners of the
S.S.... but in my case you will
fail!!!

He stalks off. Mueller looks at the other passengers for a beat... then goes up to Dr. Glauner.

NEW ANGLE - MUELLER AND DR. GLAUNER

MUELLER

Listen, Glauner, I think you better
see Mr. Loewe. He is totally
irrational. He should be sedated.

DR. GLAUNER

If things don't change, I may have
to sedate this entire ship.

He goes off. Mueller stands at the rail looking down. The relatives still call up to the passengers. There are more fruit vendors and several police boats with powerful searchlights join the small flotilla surrounding the St. Louis.

DISSOLVE TO:

SLOW PANNING SHOT - WATERFRONT - NIGHT

The area is crowded with relatives and friends of the passengers, bartering with Cuban owners of rowboats for a trip out to the St. Louis. The liner sits in the bay, its huge illuminated swastika hangs limply in the Cuban heat. PAN CONTINUES to an open sidewalk cafe. Cuban music emanates from the interior of the place. There are the usual sprinkling of whores, cops and civilians. CAMERA STOPS at a table with Estedes and Troper. They have drinks in front of them.

ESTEDES
(indicates boat
owners)

Today they charge twenty-five centavos for a ride to the ship. Tomorrow it will be fifty centavos. The St. Louis has become a business enterprise.

TROPER
Everything on this island is a business enterprise.

Estedes sips his drink... looks up at an approaching Cuban military OFFICER with Colonel's insignia.

ESTEDES
(to Troper)
Ah, here comes your pass to board the St. Louis.

CUBAN COLONEL
Buenas noches, Senor Estedes.

ESTEDES
Buenas, Colonel. Aqui hay, Senor Troper.

CUBAN COLONEL
A pleasure, Mr. Troper. Sit down please.

They sit.

ESTEDES
Would you like a drink, Colonel?

CUBAN COLONEL
No, gracias. I have only a moment. Your pass is ready, Mr. Troper.

TROPER
When can I pick it up?

(CONTINUED)

CONTINUED:

CUBAN COLONEL

(shrugs)

That depends...

ESTEDES

(leans forward,
to Troper)

The Colonel said the pass was ready.
He did not say it could be picked
up.

A moment... then Troper recognizes the "Cuban mentaltiy" is
at work.

TROPER

How much more?

CUBAN COLONEL

Bring another five hundred dollars
with you in the morning to the
Floridita. You know the Floridita?

Troper nods.

TROPER

I've heard of it.

CUBAN COLONEL

You'll find it. Everyone knows
the Floridita. Your Senor
Hemingway has memorialized their
frozen daiquiris.

TROPER

What time?

CUBAN COLONEL

Ten o'clock. There will be a whore
seated at the bar. Her name is
'Chiquita' because she has small
breasts, which belie her otherwise
enamorous talents. You will give
her the money and she will give
you the boarding pass.

TROPER

I appreciate all your help, Colonel..

CUBAN COLONEL

A pleasure.

He rises, as does Estesdes. They hug each other in an "abrazo

(CONTINUED)

CONTINUED: (2)

CUBAN COLONEL

Adios, Senor Troper... and good
luck.

He goes. Estedes sits down.

ESTEDES

(smiles at Troper)

You are becoming very professional.
You not only were not angry at
being asked for more money, but you
said 'I appreciate your help.'

TROPER

(smiles, shrugs)

It's just understanding the Cuban
mentality...

ESTEDES

Keep it up and you may be our
next President.

DISSOLVE TO:

EXT. ST. LOUIS - NIGHT

The searchlights of the police boats move slowly across the
ship.

CLOSE SHOT - POZNER AND MANASEE ON DECK - NIGHT

The sweep of a searchlight crosses their faces and keeps
moving.

MANASEE

What are they searching for?

POZNER

Anyone trying to jump off and swim
to shore.

MANASEE

(murmurs)

It's beginning to look like
Dachau, on water.

INT. DINING ROOM - FIRST CLASS - NIGHT

The orchestra plays, but no one dances. The great room is
only half filled.

ANGLE - THE CAPTAIN'S TABLE

Ruth Loewe, Mueller, Babette and Dr. Spanier, the Captain and Ostermeyer. The Loewes and Dr. Glauner are missing.

BABETTE

(to Captain)

I knew the Cuban Ambassador's wife in Berlin. Perhaps if I could go ashore... if I could...

DR. SPANIER

For God's sake, Babette... stop fantasizing... stop playing this aristocratic nonsense.

He gets up and stalks off.

EXT. SEA LADDER - NIGHT

The Police Lieutenant hands pieces of raw sugar cane to the Aber and Spanier girls.

POLICE LIEUTENANT

You chew slowly.

RENATTA ABER

Is it candy?

POLICE LIEUTENANT

Sugar cane... same thing.

INES SPANIER

When do we get off?

POLICE LIEUTENANT

(patting the top
of her head)

Manana.

RENEE SPANIER

Does that mean tomorrow?

POLICE LIEUTENANT

Almost... not really, but almost.
Go on now, it's hot. Go for a swim.

The children run off. The Lieutenant looks thoughtfully after them as he bites into the cane.

ANGLE - TOURIST DECK - MOVING SHOT - NIGHT

Fritz Loewe comes into view. He walks past the other passengers and goes toward the fantail.

(CONTINUED)

CONTINUED:

He stops alongside the swastika. He takes a straight razor from his pocket and opens it. He looks around, then quickly slashes both wrists. He then slashes furiously at the swastika with blood pouring from his wrists. Other passengers now notice him. Among them Pozner and Manasee. Loewe climbs up onto the rail. He stands for a moment, caught in the light, blood pouring from both wrists - like a specter in a Daliesque nightmare.

ANGLE - POZNER

POZNER
(shouts)
No!! Don't!! Stop!!

He runs toward Fritz Loewe. Just as Loewe goes over the side the police boat SIRENS SCREAM. Pozner kicks his shoes off and dives in after Loewe. There are SCREAMS of "Man overboard!" The St. Louis' SIREN starts to whoop.

INT. FIRST CLASS DINING ROOM - NIGHT

The Captain and Ostermeyer and Mueller quickly rise and leave. Babette Spanier follows.

CLOSE SHOT - THE SEA - NIGHT

Pozner's head breaks the surface. His hands and shirt are stained with Loewe's blood. He gets a grip on the older man's shirt. The police boats move in. The water is brilliantly lit by their lights. Loewe screams.

FRITZ LOEWE
Murderers! They will never get
me!!

He spins away from Pozner and goes under. Pozner grabs him by the hair and pulls him to the surface.

FRITZ LOEWE
Let me die!!

Pozner holds him as the police launch comes alongside.

ANGLE - FANTAIL - PANNING SHOT

The Captain, Mueller, Ostermeyer, Ruth and Elise Loewe (crying), Gunther and Manasee; all staring down at the drama forty feet below.

ANGLE - THE SEA

The Cuban police reach down and grab Fritz Loewe. Another set of hands grab Pozner.

ANGLE - DECK OF POLICE LAUNCH

Both men lie on the deck. Fritz Loewe's wrists are being bandaged. He moans "Let me die." Pozner gasps for breath. The Cuban captain is speaking on a ship-to-shore phone.

ANGLE - THE WATERFRONT

The crowds watching the St. Louis are hushed. The continual wail of the ship's siren is punctuated by the cry of a distant ambulance.

NEW ANGLE - THE WATERFRONT

Among the crowd of relatives we see: Aber, Estesdes, Troper, Clasing and Hoffman. The wail of the SIREN is closer. The forward searchlight of the police boat is coming toward the dock.

ANGLE - THE AMBULANCE - NIGHT

Its siren begins to die as it slowly rolls through the crowd at the pier, and backs up against the dock. The attendants jump out and open the rear doors. Estesdes pushes through the crowd and goes up to the attendant.

ESTESDES

Que pasa?

ATTENDANT

Suicidio.

They turn and look out at the oncoming police boat. It's much closer. The CAMERA MOVES IN on its searchlight. TIGHTER and TIGHTER until it flares the FRAME.

DISSOLVE TO:

CLOSE SHOT - THE SUN - FLARING INTO LENS

CAMERA PULLS BACK SLOWLY and PANS DOWN to the St. Louis. The flotilla of vendors, relative and police boats are heavier. There's a few passengers at the rail looking down.

ANGLE - MIDSHP - A SLOW PAN - DAY

The people sit motionless in the shade. There is a languid feeling of inertia. Even the children are quiet as they sit under umbrellas at poolside. CAMERA MOVES DOWN the long passageways; a strange silence seems to have fallen over the ship. CAMERA PAN ENDS at the fantail on a new swastika hanging limply in the Havana heat.

DISSOLVE TO:

INT. INTERNATIONAL PRESS ROOM - HAVANA - MOVING SHOT - DAY

CAMERA MOVES along past rows of men at desks, some type, some on phones. The signs on their desks identify various newspapers and wire services. Their voices are in French, Italian, German, Spanish, English. A sign on the American desk says "New York Times."

TIMES CORRESPONDENT

(on phone)

It's been five days since Fritz Loewe's attempted suicide. Mr. Loewe remains in critical condition. The whole world is watching the St. Louis which is now 'a ship of shame' as it sits in Havana Harbor under a blazing tropical sun. Cuban President Bru has made no move to allow the nine hundred and thirty-seven refugees to come ashore.

DISSOLVE TO:

ANGLE - HAMBURG-AMERICAN LAUNCH GOING TOWARD ST. LOUIS - DAY

We see Robert Hoffman and Morris Troper seated side by side in the launch.

REVERSE ANGLE - TROPER AND HOFFMAN'S POV OF THE ST. LOUIS

They are close to the St. Louis. The launch slows as it picks its way through the ever growing flotilla of fruit vendors, police launches and rowboats with relatives calling up to loved ones. The launch stops at the sea ladder and the Cuban seaman tosses the line to the sailor at the foot of the sea ladder. The Cuban Police Lieutenant comes down the ladder to sea level platform as Troper climbs on from the launch. Troper pulls his pass. The Police Lieutenant smile

POLICE LIEUTENANT

(doesn't look at pass)

You can go aboard, Senor Troper.

(CONTINUED)

CONTINUED:

TROPER

How did you know my name?

The Police Lieutenant shrugs, and smiles. Troper shakes his head and goes up the sea ladder. Hoffman comes on to the sea ladder platform. He carries his cane, and an armful of magazines. The fountain pens are in his breast pocket. He shows his pass to the Police Lieutenant.

POLICE LIEUTENANT

Five days ago you were a journalist.
Today you are an official of the
Hamburg-American Lines.

HOFFMAN

I told you, I have two jobs.

POLICE LIEUTENANT

(still holds pass)
You Germans are busy people. Always
in motion, like the sea.
(hands pass back)
Donde te vas Alemanas?

HOFFMAN

What? I don't speak Spanish.

POLICE LIEUTENANT

I asked where are you Germans
going?

HOFFMAN

Can I pass now?

POLICE LIEUTENANT

Put that cane and those magazines
back in the launch.

Hoffman starts to protest, but decides against it. He hands them to the seaman in the launch, and goes up the ladder. The Police Lieutenant watches him thoughtfully.

INT. SMALL SALON AND BAR - UPPER DECK - ST. LOUIS - DAY

There is a blue layer of smoke hanging in the sunlight coming through the windows. In the room are: Pozner (his face scratched and slightly bruised), Manasee, Dr. Spanier, and three young men (we have seen before in crowd scenes). They sit on lounges and chairs facing Troper.

TROPER

That was a very heroic act, Mr.
Pozner.

(CONTINUED)

CONTINUED:

POZNER

It was a reflex... nothing more.

TROPER

I hope Fritz Loewe is the last of these suicide attempts.

MANASEE

We've enlarged the committee.

(indicates the
young men)

These men are part of a suicide prevention squad.

DR. SPANIER

Please give us the situation, Mr. Troper.

TROPER

We have established a point of contact with the American Ambassador in Havana. Official cables have been sent to Secretary Hull, Mrs. Roosevelt and F.D.R. himself. The Agency in New York is trying to raise a half a million dollars. Many prominent Americans have spoken on behalf of the St. Louis passengers. The New York Times, Time Magazine, Life Magazine have all carried editorials on the plight of the St. Louis. Cables from all parts of the world urging your release are pouring into President Bru. The St. Louis has already been called 'the ship of shame.'

POZNER

But Bru's position has not changed?

TROPER

Officially, no.

DR. SPANIER

President Bru's decree 937 was issued after we sailed; why are our visas invalid?

TROPER

Because they were signed and sold in contravention of Cuban Immigration law.

(CONTINUED)

CONTINUED: (2)

POZNER

Who signed them?

TROPER

The head of Immigration.

The men stare at Troper in utter disbelief.

INT. CAPTAIN'S STATEROOM - DAY

Hoffman sits in front of the Captain's desk. The Captain is seated behind his desk.

CAPT SCHROEDER

So you have no news from Clasing?

HOFFMAN

None, I'll be perfectly frank with you, Captain. I am not an officer of the Hamburg-American Line. And the fate of your passengers does not interest me.

CAPT. SCHROEDER

You had better explain that, Hoffman.

HOFFMAN

I am the senior Abwehr agent in Cuba. I report directly to Admiral Canaris.

CAPT. SCHROEDER

(lights a cigarette)

How is the Abwehr connected with my ship?

HOFFMAN

There is no need for you to know that. All you need to do is follow the orders I give you.

The Captain rises, looks menacingly at Hoffman, starts around the desk.

CAPT. SCHROEDER

Your orders? Who the hell do you think you're talking to, Hoffman! Your orders! I am to follow your orders!!!

(CONTINUED)

CONTINUED:

HOFFMAN

(clipped, precise)

They are not my orders, they come from Berlin. If you choose to disobey, you will suffer the consequences.

The Captain grabs Hoffman, pulls him to his feet, and throws him against the wall. Hoffman recovers - the two men stare at each other for a moment.

HOFFMAN

The information I possess will save the lives of German sailors. You had better consider that, Captain.

The Captain stares at Hoffman. Then turns... walks up to the St. Christopher, stares up at it for a beat... then speaks.

CAPT. SCHROEDER

What is it you want?

HOFFMAN

You will send a small party ashore tonight. Presumably to purchase some ship stores. The names of these men are on this list. The Supervisor of this group will be Otto Gunther. I will settle the arrangements with your Purser, Mueller.

CAPT. SCHROEDER

When will my passengers be released?

HOFFMAN

It was never intended for your passengers to be released. Doctor Goebbels permitted this voyage for reasons of propaganda. When your passengers are returned to Germany we can say to the world 'You see no one wants these Jews.'

CAPT. SCHROEDER

So we have all been pawns in a game of genocide.

HOFFMAN

Surely, Captain, you understand the intellectual necessity for the extermination of Jews.

(CONTINUED)

CONTINUED: (2)

CAPT. SCHROEDER
In the end, Hoffman, you will
intellectualize Germany into
oblivion.

HOFFMAN
(smiles)
Auf wiedersehen, Herr Schroeder.

He turns and leaves.

The Captain walks up to the porthole and looks out. There's
a beat... then a KNOCK. The Captain doesn't respond.
There's another KNOCK and he turns.

CAPT. SCHROEDER
Come in.

The door opens and an exhausted, perspiring Troper enters.

CAPT. SCHROEDER
Hello, Troper.

TROPER
For God's sake, Captain, give me
something with some ice in it.

The Captain walks to a wall ice-box, takes out some ice
cubes and drops them in a glass.

CAPT. SCHROEDER
Tea or coffee?

TROPER
Tea will be fine.

The Captain fixes the drink and hands it to Troper, who
takes a large swallow.

CAPT. SCHROEDER
Have you undertaken any action?

TROPER
There are three hundred passengers
with relatives in America. They
will all send cables asking for
American help. I am working day
and night to obtain a meeting with
President Bru.

CAPT. SCHROEDER
What do you think our chances are?

(CONTINUED)

CONTINUED: (3)

TROPER

We need time and money. And maybe a miracle.

Troper finishes his cold tea and rises.

TROPER

Captain, you're the only man I've met who has not acted out of any personal motives or profit in this matter. Why do you care about the people on this ship?

CAPT. SCHROEDER

(shrugs)

They're my passengers.

INT. A STOREROOM - ST. LOUIS - DAY

Gunther and Hoffman. Gunther has the two fountain pens in his hand.

HOFFMAN

These contain microfilm. They represent only a part of the American sonar. Tonight you will buy a black cane with a white top. You will come to the Hamburg-American office where you will be given a similar cane and six magazines. Once in your hands you will be solely responsible for their delivery to the Admiral.

GUNTHER

Hoffman, I have a list of crew members I would like you to check with Berlin.

HOFFMAN

Why?

GUNTHER

They have not adhered to party precepts.

HOFFMAN

I am not the Gestapo. I am not interested in your prattle. Take care of your assignment, Gunther. Auf wiedersehen.

He leaves Gunther standing in the storeroom holding his list.

EXT. TOP DECK - ST. LOUIS - DAY

The people rest in the shade. The police now carry umbrellas as they patrol the deck. The Aber girls, wearing bathing suits, come up to the Police Lieutenant, who stands near the sea ladder.

RENATTA ABER

When are we getting off?

And in synch with the Lieutenant, they all say, "Manana."

ANOTHER ANGLE - THE DECK

People on board calling down to relatives in boats. The vendors selling their goods and the boys diving for coins. The carnival goes on.

DISSOLVE TO:

INT. RAMOS OFFICE - PRESIDENTIAL PALACE - NIGHT

Frederico Ramos sits behind a large polished desk. Max Aber and Raul Estesdes sit in front of the desk.

MAX ABER

My little girls are alone. Every day I go to the boat. I call up to them. So close... so close.

Ramos studies Aber. There's a long beat of silence, punctuated by an occasional tug boat whistle from the bay.

RAMOS

You are a doctor, Senor Aber?

MAX ABER

Yes, a pediatrician. I work in the public clinic five hours a day. I draw no pay... I feel it is a contribution for being allowed to remain in Cuba.

RAMOS

Do you have the necessary funds to take care of your children?

Estesdes breaks in.

ESTEDES

I will post bond for the children.

Ramos studies.

(CONTINUED)

CONTINUED:

MAX ABER
(tears in his eyes)
I beg you, Senor Ramos, save my
children.

Ramos studies Aber. There's a long beat of silence. Ramos
picks up his phone, pushes a button.

RAMOS
Get me General Fulgencia Batista.

DISSOLVE TO:

EXT. WATERFRONT - ST. LOUIS ILLUMINATED IN B.G. - NIGHT

A SLOW PAN. We see crowds of Cuban sightseers, and relatives
of those on the St. Louis bargaining with owners of small
boats. The price for the ride to the St. Louis is now one
dollar. There are fruit and nut vendors. Binoculars to
view the St. Louis are being rented. Street musicians sing
and dance for coins. There are organ grinders with perform-
ing monkeys. PAN CONCLUDES on a small stand selling the canes
Hoffman carried.

NEW ANGLE

Gunther and the S.S. firemen come up to the stand and Gunther
buys the cane.

CUT TO:

ANGLE - MILITARY LAUNCH MOVING CLOSE TO ST. LOUIS - NIGHT

Max Aber is flanked by two officers carrying "Thompson sub-
machine guns." The launch reaches the St. Louis. Aber
and the two officers step out onto the sea ladder platform.
The Police Lieutenant stops them.

POLICE LIEUTENANT
Quien autorizado?

ARMY OFFICER
General Batista.

POLICE LIEUTENANT
Passar.

Aber and the two officers go up the sea ladder.

ANGLE - THE DECK - NIGHT

The Captain, Mueller, Ostermeyer and the committee (Spanier, Pozner and Manasee) wait for Aber and the officers. As they reach the deck the Captain steps forward.

CAPT. SCHROEDER

I am Captain Gustav Schroeder.
These men are the committee of
passengers. We understand you have
official permission to release your
daughters.

MAX ABER

That's right.

(he hands the
Captain his papers)

Is there any problem?

CAPT. SCHROEDER

Not at all. The Purser is bringing
your daughters. We were wondering
how you achieved it.

MAX ABER

By the humanity of the Foreign
Minister Ramos.

NEW ANGLE

Some of the passengers drift in as Mueller comes out of an alcove with Evelyn and Renatta. They each have a small valise. They see their father and run to him. He kneels down and embraces them, one in each arm.

DISSOLVE TO:

ANGLE - WATERFRONT - NIGHT

Aber and his daughters come down the pier and cross into waterfront area. The relatives of the St. Louis swarm around Aber asking questions about their relatives. Aber tries to reassure them, but is overwhelmed. The Army Officer escorts them through and out. The relatives go back again to the pier, and stare out at the St. Louis.

DISSOLVE TO:

EXT. PANNING SHOT - ST. LOUIS FANTAIL - DAY

The swastika hangs lifelessly in the airless morning heat. Passengers are shouting down to relatives in the small boats below.

(CONTINUED)

CONTINUED:

We see the little boy (with compass) making sketches of the Havana skyline. The men are dressed in shorts and are shirtless. The CAMERA PANS to a thermometer on the wall of the afterdeck. It registers 102°. The long open passageways are empty. Only the Cuban police slowly patrol the decks.

ANGLE - TOP DECK - SWIMMING POOL

The Spanier girls splash in the shallow end of the pool. At poolside Babette Spanier sits under an umbrella with Ruth Loewe and Alice Fienschild.

BABETTE

The worst of it is not knowing.

ALICE FIENCHILD

I refuse to think about going back to Germany.

RUTH

Have you seen your children?

ALICE FIENCHILD

Yesterday. They came out in a small boat with a cousin of mine. They were quite a distance away. We waved to each other, but I don't know if they recognized me.

BABETTE

Ruth, how's your father?

RUTH

Out of danger. They have him under constant guard.

BABETTE

I don't understand how the Aber girls were permitted to leave.

RUTH

Their father reached the right people.

BABETTE

What about the rest of us?

RUTH

The committee is in contact with President Roosevelt.

ALICE FIENCHILD

That's our real hope... America...

CUT TO:

CLOSE SHOT - THE RABBI - PODIUM - DAY

CAMERA STARTS TO PULL BACK as he speaks.

RABBI

Thus saith the Lord that made thee,
and formed thee, from the womb...

CAMERA PULLS BACK to reveal:

INT. SOCIAL HALL - SABBATH SERVICE

RABBI

Fear not, O Jacob, my servant.

We see the services are only half attended and almost all women.

RABBI

For it is thee whom I have chosen...

CUT TO:

INT. SMALL SALON - UPPER DECK - DAY

We see Pozner, Manasee, Spanier and the group of younger men we saw at the earlier meeting. Some smoke, some fan themselves with newspapers. Pozner reads from a long telex-type bulletin.

POZNER

This was passed to me by Mueller.
It is from yesterday's edition of
'Der Stuhmer.'

(begins to read)

'Dr. Goebbels stated that Cuban refusal to accept the Jews aboard the St. Louis is proof that it is not just Germany who rejects these people. And if the St. Louis passengers set foot in the Reich again they will be placed in Dachau and Buchenwald.'

He places the sheet down.

1ST YOUNG MAN

It's quite clear. If we are sent back we will be killed. There's nothing to discuss.

2ND YOUNG MAN

There were rumors when we left Buchenwald.

(CONTINUED)

CONTINUED:

DR. SPANIER

What rumors?

2ND YOUNG MAN

Rumors of ovens.

DR. SPANIER

Ovens? For what purpose?

MANASEE

To cremate...

DR. SPANIER

I can't believe that.

POZNER

Yes, Doctor. We heard things at Dachau. Leo Berg whispered this word... a new word... 'crematoria.'

There's a beat of silence.

1ST YOUNG MAN

What is your proposal, Aaron?

POZNER

That we form an attack squad. At the appropriate time, we will take over the bridge.

DR. SPANIER

That's a mistake. We must recognize that we have an ally in the Captain. We should do all we can to support him.

MANASEE

The Captain is German; in the end he will obey orders from Germany.

DR. SPANIER

Nevertheless, I am opposed to violence. Troper is in contact with the highest level of Cuban authority. He also met with the American Ambassador to Havana. We have cabled relatives in America. The world press is in sympathy with us. A wrong action now will only damage our cause. Violence only begets violence.

(CONTINUED)

CONTINUED: (2)

POZNER

On the contrary; the only time
anything good happened in the five
thousand years of Jewish history
is when we were violent.

CLOSE SHOT - DR. SPANIER

A long beat.

DR. SPANIER

(sighs)

I will consider physical action
only when all hope is gone. Until
that moment, I will do everything
in my power to support Captain
Schroeder.

POZNER

All right, Doctor.

EXT. FLYING BRIDGE - DAY

Captain Schroeder stands alone. He looks down at the
flotilla of small boats surrounding the ship. A beat... then
Ostermeyer comes out of the bridge room and goes up to the
Captain. They look down at the vendors, boys diving for
coins, relatives shouting back and forth to the passengers
and the police boats.

CAPT. SCHROEDER

Paul, I want you to keep a twenty-
four hour watch on the firearms
locker.

OSTERMEYER

Do you expect trouble?

CAMERA MOVES IN on Captain's face.

CAPT. SCHROEDER

At this moment we are a floating
time bomb.

DISSOLVE TO:

INT. RAMOS' OFFICE - PALACE - NIGHT

Troper is dressed neater than we've ever seen him. He stands
in front of Ramos' desk. Ramos is completing a phone call.
He hangs up and comes around the desk.

(CONTINUED)

CONTINUED:

RAMOS

Remember be careful. Make no demands... no suggestions. Just follow his train of thought.

TROPER

I understand.

RAMOS

Good. Well, let's get it over with.

TROPER

Before we go... I just want to tell you how much your help has meant to me.

RAMOS

All I did was prevail upon General Batista, who phoned the President.

TROPER

Still, without you, we would have had no hope. No matter how this turns out... I wanted to tell you.

RAMOS

I didn't do it for myself. I have always believed these displaced people can only enrich Cuban life.

TROPER

I suddenly feel ashamed of myself...

RAMOS

Why?

TROPER

Because of the things I've said and thought about the Cuban people.

A beat. They stride out of the room.

INT. PRESIDENT BRU'S OFFICE - NIGHT

He stands behind his desk looking out of the French windows at the St. Louis, lit up in the bay. There are four neatly stacked piles of cables and wires on his desk. He turns as he hears the door open. Ramos leads Troper up to Bru's desk.

RAMOS

Mr. President, this is Senor Troper, Director of the Jewish Agency in Europe.

(CONTINUED)

CONTINUED:

Bru nods.

BRU

Sit down, Mr. Troper.

Troper sits as does Bru. Ramos remains standing.

BRU

Mr. Troper, I have decided not to enter into any negotiations until the St. Louis has left Cuban waters.

TROPER

Fine...

Bru is somewhat taken back by Troper's calm acceptance.

BRU

I will order the St. Louis to leave as soon as it gets up steam.

TROPER

Fine.

BRU

After the St. Louis is outside Cuban territorial waters, I will listen to any plan which covers the passengers' proper maintenance in the Cuban Republic.

TROPER

One question, Mr. President.

BRU

Yes?

TROPER

Can you give me some idea of what 'proper maintenance' means?

BRU

Food, clothing and shelter.

TROPER

But what is the dollar value of that?

BRU

(ignores this)

Do you have any other questions?

TROPER

You haven't answered my last question.

(CONTINUED)

CONTINUED: (2)

RAMOS

(cuts in)

Mr. Troper must communicate with his people in New York. He requires some sort of figure.

BRU

I will not discuss any details until the St. Louis has departed. Then, and only then, will I enter into negotiations.

TROPER

(rises)

Thank you, Mr. President.

(turns to Ramos)

And thank you, Doctor Ramos.

He turns and goes out. Ramos stands watching Bru.

BRU

Instruct Clasing to issue sailing orders to the St. Louis. Instruct Admiral Salazar to clear the small boats surrounding the St. Louis and provide a naval escort to accompany the St. Louis out of Cuban waters.

RAMOS

You will have to issue those orders yourself, Mr. President.

BRU

On what basis do you refuse my wishes?

RAMOS

History will not record that I had a hand in this cruel game; if you want my resignation, it's yours.

BRU

I will decide when I want a new Minister of Foreign Affairs. I will give the orders myself.

RAMOS

Tell me something, Mr. President.

BRU

Yes?

(CONTINUED)

CONTINUED: (3)

RAMOS

If these refugees were Christians,
would your position be the same?

Bru stares at him for a long beat, then Ramos leaves. Bru goes up slowly to the French windows and gazes out at the St. Louis.

EXT. PRESIDENTIAL PALACE - NIGHT

Troper reaches the outer gates. He is surrounded by press. There is a Movie-Tone news camera set up with lights. Questions are fired at him: "Are the refugees accepted?" "What is the President's position?" "Have you contacted Roosevelt?" "Will the St. Louis be ordered to return to Germany?" Troper raises his hand.

TROPER

Gentlemen! Gentlemen!

(as they quiet down)

I have only this to say. President Bru is considering a Cuban haven for the passengers of the St. Louis.

1ST REPORTER

Does that mean that he has rescinded decree 937?

TROPER

No comment.

He starts walking toward a waiting car with Goldsmith at the wheel.

2ND REPORTER

Will the St. Louis be permitted to stay in Havana Bay?

TROPER

No comment.

3RD REPORTER

Did you discuss money with President Bru?

TROPER

No comment.

He pushes his way into the car, gets in and Goldsmith guns the car away.

INT. CAR - GOLDSMITH AND TROPER - NIGHT

GOLDSMITH

What happened?

TROPER

It's bad, Herb.

GOLDSMITH

How bad?

TROPER

He ordered the St. Louis out of Cuban waters.

GOLDSMITH

For good?

TROPER

I don't know...

EXT. ST. LOUIS - PANNING SHOT - DAY

The small boats of relatives and Cuban peddlers are in greater number. Police launches form a line around the ship. The CAMERA MOVES IN on the sea ladder platform where Troper and Clasing come aboard from their Hamburg-American launch.

EXT. FANTAIL - DAY

Passengers stare vacantly out at the Havana skyline. Ruth and Mueller stand in the shade of the fantail awning.

RUTH

I have a feeling I will never see my father again.

MUELLER

Ruth, no matter what happens, you and your mother will be safe.

RUTH

What about the rest of the passengers?

MUELLER

I can take care of you and your mother.

RUTH

That's not enough, Frank.

(CONTINUED)

CONTINUED:

MUELLER

Why?

RUTH

If I lived and the others died, how
could I ever again be at peace with
myself?

Mueller looks at her, then puts his arm around her.

INT. BRIDGE - DAY

The Captain and Ostermeyer looking over the navigational charts. The bridge door slides open and Troper, Clasing and a Cuban Naval OFFICER enter. The Captain looks up from his charts. Clasing goes up to him. He has an official looking document in his hand.

CLASING

(indicates Cuban
Officer)

This man is Lt. Commander Juan
Santoro, Cuban Navy.

The Captain glances at the man, who nods formally.

CLASING

He escorted me here to see that I
personally delivered this
Presidential order.

Clasing hands the Captain the document. They all watch as he reads.

CAPT. SCHROEDER

When did you receive this?

CLASING

At six a.m.

TROPER

It may not be as final as it sounds.

CAPT. SCHROEDER

It seems quite clear to me, Mr.
Troper. 'You are hereby ordered
to sail at once and remain outside
Cuban territorial waters.'

TROPER

The President stated that he would
enter negotiations as soon as the
St. Louis was outside Cuban waters.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER
(to Clasing)
What is the official position of
Hamburg-American?

CLASING
I cabled Holthusen immediately
after I received the order.

CAPT. SCHROEDER
You are Hamburg-American in Havana.
What is your position?

CLASING
I have no position. I must follow
the dictates of the Cuban government.

CAPT. SCHROEDER
What if your negotiations break
down? We don't have an indefinite
supply of fuel, food and water.

CLASING
Are you asking my opinion?

CAPT. SCHROEDER
Yes, Clasing... I am asking your
opinion.

CLASING
You will be ordered to return to
Germany.

LT. COMMANDER SANTORO
Captain, I'm sorry, but you must
prepare to get up steam.

The Captain nods to the Cuban Officer.

CAPT. SCHROEDER
Troper, you had better find the
committee and prepare them for the
news.

Troper nods and goes out. The Captain turns to Ostermeyer.

CAPT. SCHROEDER
Start engines.

INT. ENGINE ROOM - DAY

Engine Officer Kolmer is at the phone. He hangs up and
motions to the Chief, who opens main valves.

(CONTINUED)

CONTINUED:

The great drive shafts begin to vibrate into life. Their glistening arms move into a slow rhythmic pitch, turning over the twin screws.

A SERIES OF CUTS

- a) First class dining room. The people eating breakfast hear the engines turn and feel the sudden vibrations of the engines. Slowly one by one they leave their tables. The slow leaving becomes accelerated and turns into a stampede.
- b) Tourist dining room. The people are already pressing toward the exits.
- c) Social Hall. The morning services. The Rabbi delivering an incantation, but the vibrations of the engines create a murmur in the room. The people begin to get up and go toward the exits.
- d) A small salon. A woman is conducting a class in Spanish. She says "I want," then in Spanish "Yo quiero." The people repeat the word, but they hear the growing clamor from the decks and start out.
- e) Interior of long cabin passageway. Doors opening. Men, women and children running toward the deck exits.
- f) Exterior of decks on the Havana side. Hundreds of passengers streaming toward the rails.
- g) POV from the rail down to the small boats. The relatives shouting "Jump!" "They're taking you back to Germany!" "Jump!" Two Cuban frigates with their SIRENS wailing moving the small boats away from the St. Louis.

INT. SPANIERS' CABIN - DAY

Babette holds the children. The little one, Ines, is crying. Babette attempts to soothe her. The older one, Renee, speaks.

RENEE SPANIER

Are we going to dock, Mama?

BABETTE

Yes... yes, we're going to dock.

The door opens and Dr. Spanier comes in.

DR. SPANIER

They've gone mad up there.

(CONTINUED)

CONTINUED:

BABETTE

What is it, Mark?

DR. SPANIER

The engines have started. I don't know. I'm going to the bridge... stay in the cabin.

He goes out.

ANGLE - DECK - TOP OF SEA LADDER

A group of women press their way forward to the ladder. The Cuban police shout at them: "Parar! Parar!!" The women press forward. The police draw their weapons. Mueller moves between them and the police. He turns to the Cuban Policemen.

MUELLER

Put those guns down or I will have the entire German crew throw you off this ship!

(the men hesitate)

Now! Baja pistoles!

The police cautiously lower their pistols. Mueller turns to the women and begins to move them away.

MUELLER

Please return to your cabins. We are not sailing to Germany, I promise you... Please return to your cabins.

The women slowly move back.

INT. SMALL BAR AND SALON

Troper, Pozner, Manasee and the younger members of the committee.

TROPER

Where's Dr. Spanier?

POZNER

I have no idea. He didn't answer the page.

EXT. UPPER DECK PASSAGEWAY - SEAWARD SIDE

Dr. Spanier pushing his way through the throngs lining the rail.

(CONTINUED)

CONTINUED:

A fresh cordon of police boats circles the St. Louis. Spanier goes through the crowd and up the staircase to the bridge.

EXT. FORWARD SECTION NEAR BRIDGE

Clasing and Gunther huddle together watching the two large frigates clearing the small boats away.

GUNTHER

You must order the St. Louis to return to Hamburg.

CLASING

I cannot issue those orders.

GUNTHER

Hoffman and I have completed 'Operation Sunshine.'

CLASING

(sarcastically)

Congratulations...

GUNTHER

The American data in my possession is of utmost importance to the Reich.

CLASING

I have no interest in your espionage activities.

He starts up the ladder to the bridge.

GUNTHER

(calling after him)

You better explain yourself, Clasing!

CLASING

(stops and turns)

Your secrets are worthless, Gunther. If America comes into a war against the Reich, Germany is lost. You can never beat a country that makes so many cigarettes.

He turns and goes up toward the bridge.

INT. CAPTAIN'S STATEROOM - DAY

Captain Schroeder sits behind his desk. He leans back in his chair.

(CONTINUED)

CONTINUED:

His hands move wearily down from his eyes to his chin. He is a lonely, defeated figure sitting in the refracted yellow sunlight coming through the porthole. He rises and walks to the porthole, he hears the clamor and the sirens of the Cuban frigates clearing the small boats back. He then looks up at the St. Christopher. A beat... then a KNOCK at the door.

CAPT. SCHROEDER

Come in.

The door opens and Dr. Spanier enters.

CAPT. SCHROEDER

I thought you would be with Troper and the committee.

DR. SPANIER

I have to talk to you...

CAPT. SCHROEDER

There's nothing to discuss, Doctor. I have done my best within the bounds of my authority.

DR. SPANIER

There are no limits to the power of a Captain at sea.

CAPT. SCHROEDER

What more could I have done?

DR. SPANIER

Right from the start, you should have pressed your superiors for contingency plans against this crisis.

CAPT. SCHROEDER

Holthusen assured me the visas would be honored by the Cuban government.

DR. SPANIER

But surely, Captain, you read the wire service stories of the 'Der Stuhrmer.' They contained warnings of disaster. And once in Havana you depended on others to conduct affairs... on Clasing... on Troper ... on this so-called committee. You have never directly involved yourself.

(CONTINUED)

CONTINUED: (2)

CAPT. SCHROEDER

How can you accuse me of that?
I have stood against Nazi oppression
all my life. I have refused to join
the party... I demanded absolute
respect for my passengers... I
resent your implications, Doctor!
I don't deserve them nor will I
have them!

DR. SPANIER

Well, you had better stand for
them, Captain. Because I may very
well be all that's between you and
total disaster! Don't you understand?
The sounds of those engines are like
bells of doom sounding for every
man, woman and child on this ship...
and those bells toll for you as
well! We are in your hands... we
have always been in your hands...
we need your courage and your
humanity. Without either one... we
are lost.

The Captain stares at Spanier. We begin to hear a chant
from hundreds of voices: "We will not die." It repeats
and grows.

CAPT. SCHROEDER

I have done all I can. In the end
you must understand... I am German.

DR. SPANIER

So am I, Captain. And so are those
voices you hear... and so is this.

He takes something out of his pocket and slams it down on
the Captain's desk. The chanting is louder and more pro-
found.

INSERT SHOT - THE IRON CROSS - FIRST CLASS

ANGLE BACK TO SPANIER AND CAPTAIN

DR. SPANIER

There's nothing more German than
that... Perhaps you can use it...
it wasn't worth much to me.

Spanier starts for the door. The chanting "We won't die" is
at its height. Spanier goes out. The Captain picks up the
Iron Cross and holds it in his hand.

INT. SOCIAL HALL - DAY

Hundreds of passengers chanting "We will not die." Then Troper and the committee stride onto the stage. Troper goes to the standing microphone and raises his hands for quiet. Slowly the chanting diminishes.

TROPER

Dear sisters and brothers, do not give up hope. Be strong. This ship will not return to Germany. We of the Relief Agency are at work throughout the world in a twenty-four hour quest for a safe harbor for all of you. I will be meeting again with the Cuban President as soon as you leave. The American Ambassador in Havana is expecting momentarily to hear from Franklin Roosevelt. Wherever humanity exists in the world, it watches you and prays for you. I will be in constant touch with the Captain and the members of the committee standing behind me. The St. Louis is going to remain close to the American coast. This departure is temporary ... we will be saved... we are one family. We are a very ancient people ... we have survived because we never lost hope. May God bless you all and watch over you.

He steps back from the microphone and someone starts to sing the "Hatkvah." Then others and others.. it soon swells through the social hall.

REVERSE ON TROPER

He sings as tears well up in his eyes.

EXT. ST. LOUIS - A SERIES OF SHOTS - DAY

- a) The boats with relatives being ordered away.
- b) The boats of vendors heading back to the dock.
- c) The faces of those on the St. Louis waving the last goodbyes to relatives.
- d) Faces of relatives in boats waving back. Children, men, women. A last goodbye.

(CONTINUED)

CONTINUED:

- e) Cuban frigates moving between the St. Louis and the small boats, their SIRENS wailing.
- f) Smaller Cuban police launches clearing the area around the St. Louis. Forming a cordon.

CLOSE SHOT - SMOKE STACK - ST. LOUIS - DAY

It SCREAMS and shoots a geyser of steam skyward.

INT. BRIDGE - DAY

The Captain and Ostermeyer (on phone then hangs up), Clasing, the Wheelman and Mueller.

OSTERMEYER

Small boats clear, sir.

Mueller enters.

MUELLER

All Cuban police off ship, sir.
(to Clasing)

Troper is in the launch. You better leave.

As Clasing starts out the Captain's voice stops him.

CAPT. SCHROEDER

What happens to my passengers now, Clasing?

CLASING

(shrugs)

They're Jews... perhaps they can walk on water. Bon voyage, Captain.

Clasing goes out.

CAPT. SCHROEDER

(to Mueller)

Sound all ashore.

Mueller leaves.

CAPT. SCHROEDER

(to Ostermeyer)

Prepare to raise sea ladder.

Ostermeyer steps out.

EXT. SEA LADDER - DAY

The Hamburg-American launch bobs gently near the ladder as a seaman helps Clasing into the launch where Troper waits. The launch moves slowly away. The seaman goes up the ladder.

ANGLE

The sea ladder; it is slowly raised.

ANGLE

The "eyes" of the bow: the heavy serpentine links of the anchor chain begin to slide up into the "eye." The huge anchor comes up snug.

ANGLE THE RAILING - PANNING SHOT

The passengers, including our principals, tears in their eyes, as the great ship begins to move with its naval escort.

ANGLE - THE DOCK

The Cuban vendors are gone. Only the Cuban police and the hundreds of relatives watch the St. Louis slip away.

ANGLE HOLDING THE HAMBURG-AMERICAN LAUNCH AND THE ST. LOUIS

The launch is moving away from the liner. Clasing and Troper face the St. Louis. Clasing has his arm raised in the Nazi salute; Troper holds his hands together in traditional prayer style.

DISSOLVE TO:

EXT. PRESIDENTIAL PALACE - NIGHT

A crowd of reporters stand outside the gates. Some chat with the soldiers, others smoke and talk amongst themselves. A Movie-Tone news camera is set upon a platform.

INT. FREDERICO RAMOS' OFFICE - PALACE - NIGHT

Troper stands near Ramos' desk. The door is open. We hear the SOUND of approaching footsteps clicking on the marble floor. Troper turns toward the door, as a tired looking Ramos enters and closes the door. Troper watches him apprehensively.

(CONTINUED)

CONTINUED:

Ramos goes to his desk, opens a cigarette box, offers one to Troper, who refuses. Ramos lights the cigarette, exhales and looks at Troper.

RAMOS

The President is not interested in any form of negotiation.

TROPER

I don't understand... why did he make the offer?

RAMOS

To get rid of the St. Louis. He never intended to permit those people entry.

Troper sits down slowly.

TROPER

I'll take that cigarette now.

Ramos comes around and holds the box open. Troper takes one and Ramos lights it for him.

TROPER

Strange, everyone said it was only a matter of money.

RAMOS

At this moment, Bru is concerned with his own survival. He's sensitive to the pressures of the Cuban press and Parliament... not world opinion.

TROPER

But no sensitivity to the human aspects.

RAMOS

I pleaded with him to consider the value of those minds and skills to the Cuban nation. That some child aboard the St. Louis might have the cure - for famine or disease - that one life destroyed is a tragic loss for all humanity. I pleaded their case - as if they were my own family. I'm sorry I failed you...

TROPER

You did everything possible.

(CONTINUED)

CONTINUED: (2)

RAMOS

Have you heard from Franklin
Roosevelt?

TROPER

(nods, takes
cable out)

This was given to me an hour ago by
Ambassador Wright.

(reads)

'In regard plight of St. Louis,
President Roosevelt expresses utmost
sympathy but regrets St. Louis
passengers cannot be accepted by the
United States. The high level of
current unemployment makes it
imperative we hold firm to regular
immigration quotas. The President
reiterates his position that
European Jews should be resettled in
British Guiana. Respectfully,
Secretary of State, Cordell Hull.'

Troper sighs and gets up.

RAMOS

What will you do now?

TROPER

I'm leaving for Paris in two hours.
If the New World doesn't want them...
maybe the Old World will. Is there
some way I can avoid the reporters?

RAMOS

Yes, of course.

They go out.

TRACKING SHOT - TROPER AND RAMOS DOWN COLUMNED HALL

They come to a small door which leads out to a garden.

RAMOS

Just down that walk to Avenida
Revolucion.

They look at each other for a moment.

TROPER

Goodbye, Frederico.

He starts to turn.

(CONTINUED)

CONTINUED:

RAMOS

Troper.

Troper stops, Ramos goes up to him.

RAMOS

I hope the day will come when you
no longer think of the Cuban people
with contempt.

Troper looks at him. A beat... then Ramos' arms go around
Troper in a Cuban "abrazo." They part.

RAMOS

(softly)

God be with you.

Ramos turns and goes into the palace. CAMERA CRANES UP and
ANGLE WIDENS as Morris Troper walks alone down the path
through the garden.

DISSOLVE TO:

EXT. ST. LOUIS - DAY

The St. Louis moves slowly through the indigo waters of the
Gulf Stream. The Florida coast is clearly visible just five
miles off the port side.

INT. BRIDGE - DAY

The Captain, Ostermeyer and Mueller with the Wheelman and
Navigator Heinreich.

CAPT. SCHROEDER

What are the figures, Frank?

Mueller comes over.

MUELLER

At the present level of consumption,
there will be a food and water
shortage in eleven days.

CAPT. SCHROEDER

Paul?

OSTERMEYER

Fuel is sufficient to return to any
European port if the decision is
made within twenty-four hours.

(CONTINUED)

CONTINUED:

HEINREICH

I have the course plotted, Captain.

CAPT. SCHROEDER

To what port?

HEINREICH

Hamburg.

CAPT. SCHROEDER

(to Ostermeyer)

No news?

OSTERMEYER

Nothing... from Clasing... Holthusen
or Troper.

CAPT. SCHROEDER

Three days without word. We seem
to have fallen off the world.

A beat... then the Wheelman shouts:

WHEELMAN

Captain, look!! There, off the
port bow!

They go to the forward bridge windows and look out.

ANGLE - THEIR POV

Coming toward them is a United States Coast Guard cutter, its
"sending light" flashing Morse.

EXT. RAILING - ST. LOUIS - DAY

Crowds of passengers line the port side looking at the
oncoming Coast Guard vessel.

SERIES OF CUTS:

a) Pozner and Manasee watching.

MANASEE

Maybe we're going to be escorted
into Port Everglades.

POZNER

I wish I could understand the
language of that blinking light.

(CONTINUED)

CONTINUED:

b) Ruth and Elise Loewe.

RUTH
Mama, look. It's American... an
American boat.

ELISE
What does it want?

RUTH
I hope it wants us.

c) The Spaniers (Doctor, Babette and children).

BABETTE
Do you think we're saved?

DR. SPANIER
I'll try and find out.

He pushes his way through the crowd.

INES
Mama, hold me up. I can't see.

Babette picks up the small child, so she can see the cutter.

d) Rebecca Weiler and Alice Fienchild.

ALICE
That's the first time I've seen
the American flag.

REBECCA
Look... the sailors are waving at
us.

ALICE
They must want us. America must
want us.

e) Gunther and firemen.

GUNTHER
Can you read that light?

1ST FIREMAN
No.

GUNTHER
If we are taken to Florida the
FBI will swarm all over the ship.

EXT. FLYING BRIDGE - DAY

Captain Schroeder, Ostermeyer, Mueller and Dr. Spanier flanked next to a signalman, who flashes recognition signals to the Coast Guard boat.

SIGNALMAN

They say, 'stand by.' 'Message now.'

The signalman flashes Morse for "Standby." They watch the light on the Coast Guard boat as it begins to flash the message. The light flashes for twenty seconds. The signalman flashes "received and acknowledged." The Coast Guard boat wheels away.

SIGNALMAN

The message is 'St. Louis will not be allowed to dock in Port Everglades, or any other United States port.'

The Captain nods. Turns to Dr. Spanier. The others go back inside the bridge.

CAPT. SCHROEDER

Will you inform the passengers?

DR. SPANIER

Yes.

CAPT. SCHROEDER

I always believed America was our best hope.

DR. SPANIER

Unfortunately, Americans don't know what concentration camps are. Still no word from Troper?

CAPT. SCHROEDER

No word from anyone.

DR. SPANIER

Have you reached any decision?

CAPT. SCHROEDER

Not yet. We are sending continuous appeals through all international wire services and the news agencies.

They go back inside.

INT. BRIDGE - DAY

As they come in the Chief Radioman, Steinman, hands the Captain a cable.

(CONTINUED)

CONTINUED:

STEINMAN

From Clasing ... just came in.

CAPT. SCHROEDER

Read it.

STEINMAN

'Excuse delay have been waiting official word from Hamburg. Situation in Havana as follows: Bru refused negotiations. Troper now in Paris. U.S. refused to accept refugees. Rumor here possible acceptance by Dominican Republic. Suggest you hold present course as long as possible. Certain you will soon receive direct orders from Holthusen.'

(looks at Captain)

Do you wish to reply?

CAPT. SCHROEDER

No.

(turns to Dr. Spanier)

Doctor, I would like you to tell the committee we will be holding present position.

DR. SPANIER

For how long?

CAPT. SCHROEDER

As long as I can.

Spanier nods and goes out. The CAMERA GOES IN TIGHT on the Captain.

DISSOLVE TO:

AERIAL SHOT - PARIS, FRANCE - DAY

HOLD, then:

DISSOLVE TO:

INT. ELYSEE PALACE - DAY

Troper pacing in a columned, high ceiling frescoed room. Two huge floor to ceiling doors open and a small, rotund, mustached man walks toward Troper. The man is French Foreign Minister, MICHAUD.

(CONTINUED)

CONTINUED:

MICHAUD

Monsieur Troper, I am pleased to inform you that Premier Blum has authorized French acceptance of up to, but no more than, two hundred and fifty passengers of the St. Louis.

TROPER

Thank God.

MICHAUD

I have no wish to dampen your spirits, but the St. Louis will not be permitted entry to any French port.

Troper's joy suddenly subsides.

TROPER

What do you mean?

MICHAUD

Exactly what I said.

TROPER

But you agreed to take two hundred and fifty.

MICHAUD

But not the ship.

TROPER

(mutters)

The old Cuban shell game...

MICHAUD

I beg your pardon.

TROPER

Nothing. In other words the people will be accepted, but I must find another port for the St. Louis.

MICHAUD

Precisely. As long as you're going to Brussels, why not ask if Antwerp would be an acceptable port.

TROPER

Yes, I will, and Michaud, please convey my gratitude to Premier Blum.

(CONTINUED)

CONTINUED: (2)

MICHAUD

Au revoir, Monsieur Troper. Good
luck with King Leopold.

Troper leaves. CAMERA HOLDS on Michaud, who watches Troper's
disappearing form going down the long columned hall.

DISSOLVE TO:

EXT. THE ST. LOUIS - NIGHT

Lights ablaze as it drifts in the gentle sea.

INT. CAPTAIN'S STATEROOM - NIGHT

Ostermeyer and Mueller watch as the Captain makes calculations on his pad. He finishes and looks up.

CAPT. SCHROEDER

By drifting our fuel consumption
drops three thousand gallons a day.
Is that correct, Heinreich?

HEINREICH

More or less. That covers generators
for lights and communications and hot
water. All supplemental support
systems.

CAPT. SCHROEDER

What is our rate and direction of
drift?

HEINREICH

South southeast, perhaps one knot.

CAPT. SCHROEDER

Is that a problem for you, Paul?

OSTERMEYER

No, with minor power corrections we
can remain outside the American
three mile limit.

CAPT. SCHROEDER

(to Mueller)

How much do we gain by serving one
main course, one green vegetable
and one carafe of water with evening
meals?

MUELLER

Perhaps two days of provisions.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

All right then, we can certainly postpone any decision for ten hours.

KNOCK at the door.

CAPT. SCHROEDER

Come in.

Chief Radioman, Steinman, enters. He holds a cable form in his hand.

STEINMAN

Captain, a few minutes ago Otto Gunther ordered me to send this wire... which I pretended to send. It's addressed to Admiral Canaris.

CAPT. SCHROEDER

Read it.

STEINMAN

'Use all influence to bring ship back to Germany immediately.'

CAPT. SCHROEDER

Let me have it, please.

Steinman hands it to the Captain who re-reads it and then looks up.

CAPT. SCHROEDER

(to Steinman)

Thank you, Robert.

Steinman salutes and goes out.

CAPT. SCHROEDER

Heinreich and Kolmer, return to your posts. Perhaps we will know more by daybreak.

(they leave)

Frank, Paul, form a detail of six men, arm yourselves and place those four S.S. firemen under arrest. Lock them up in the gymnasium with a twenty-four hour guard. Then bring Gunther to me, in handcuffs.

INT. SMALL SALON - NIGHT

Pozner, Manasee and six younger men. Dr. Spanier is also present. One man guards the door.

(CONTINUED)

CONTINUED:

POZNER

We all know what must be done.

DR. SPANIER

I urge you to be patient. The gates of the entire world are still open to us.

POZNER

The only gates open to us are Buchenwald and Dachau.

MANASEE

When do we reach the point of no return?

1ST MAN

The moment the ship starts.... the moment the screws turn.

DR. SPANIER

But how will you know the course is to Europe?

MANASEE

There is a small boy on the ship. I see him every day on the fantail, with a compass, and maps. The boy will know.

DR. SPANIER

You mean to say the navigational talents of a child are going to trigger this violent action?

POZNER

Felix Mendelssohn was eight years old when he composed his concerto for violin.

DR. SPANIER

You know, of course, there are three hundred German sailors with firearms available to them.

MANASEE

Better to die here on this ship. It will emphasize our plight to the world.

DR. SPANIER

Since when did the death of a Jew ever excite anyone?

(CONTINUED)

CONTINUED: (2)

POZNER

Not since Christ...

INT. CAPTAIN'S STATEROOM - NIGHT

Mueller and Ostermeyer both wearing pistols, followed by two seamen carrying rifles, enter with a handcuffed Gunther. The Captain stares at Gunther.

CAPT. SCHROEDER

I have a cable you ordered sent to Admiral Canaris.

Mueller hands it to Gunther.

GUNTHER

As ship's leiter, I had the right to send it.

CAPT. SCHROEDER

The message was not sent; and you have no rights from this moment on. You will be locked up for the rest of this voyage.

GUNTHER

You are interfering with priorities at the highest level of the Reich.

CAPT. SCHROEDER

My only priority is to my passengers. Paul, you stay. Mueller, see that Gunther is locked up immediately.

GUNTHER

Your Jew loving behavior will be reported! You will be Captain of a cellblock in Dachau!

(as they go Gunther
screams hysterically)

You will be reported! Jew-lover!

The door closes; the Captain rises and goes to a small portable bar.

CAPT. SCHROEDER

A brandy, Paul?

OSTERMEYER

Fine.

The Captain pours two snifters, hands one to Ostermeyer. He sips his brandy.

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER

You know, that last day in Havana, Dr. Spanier said I neglected my authority... What do you think of that, Paul?

OSTERMEYER

It's not for me to say, Captain.

CAPT. SCHROEDER

We've been together eight years, all over the world... we have no secrets from one another. Do you think I acted indeseively?

OSTERMEYER

It's difficult for me to say where caution ends and inaction begins.

CAPT. SCHROEDER

Well, what would you have done in my place?

OSTERMEYER

I like to believe I would not have left Havana.

CAPT. SCHROEDER

What would you have done?

OSTERMEYER

I would have beached the ship.

CAPT. SCHROEDER

What of all the small boats... the police boats?

OSTERMEYER

If they chose not to move... I would have rammed them.

CAPT. SCHROEDER

That's murder.

OSTERMEYER

Doing nothing is also murder.

(takes a drink,
sets it down)

I'm sorry, Captain. I shouldn't be saying these things.

CAPT. SCHROEDER

I was hoping you would say exactly what you did.

(CONTINUED)

CONTINUED: (2)

OSTERMEYER

Why?

CAPT. SCHROEDER

Because... we're going to beach the
St. Louis.

DISSOLVE TO:

EXT. ST. LOUIS - DAY

The ship drifts in the hot June sun. The Florida coastline still visible. We see a sleek pleasure craft coming toward the St. Louis.

ANGLE - THE RAIL - ST. LOUIS - PANNING SHOT - DAY

The faces of the passengers reflect a longing and hopelessness as they stare at the distant shore and the fast approaching pleasure craft.

NEW ANGLE - PASSENGERS' POV

The pleasure craft swerves in close to the St. Louis. There are two girls in bathing suits lounging on the fantail, drinks in their hands. A man in white ducks and a jaunty sailor cap along with the girls waves and smiles at the passengers of the St. Louis. The passengers merely stare down at them. The American flag flies from tail of the craft as it speeds by.

INT. BRIDGE - DAY

The Captain, Ostermeyer, Mueller and Navigation Officer Heinreich, along with the Radioman, Steinman and the Wheelman; the Captain holds a telex.

STEINMAN

Do you wish to respond, Captain?

CAPT. SCHROEDER

Yes. Send Holthusen the following:
'Am in receipt your cable and
confirm our return to Hamburg.'

Steinman goes out.

CAPT. SCHROEDER

(to Ostermeyer)

Start engines... full ahead.

(CONTINUED)

CONTINUED:

Ostermeyer goes to engine room phone and repeats the order.

HEINREICH
(to Wheelman)
Heading - east - northeast.

WHEELMAN
Compass setting?

HEINREICH
130.

WHEELMAN
(repeats)
130 degrees.

CAPT. SCHROEDER
(to Mueller)
Frank, contact Dr. Spanier and tell
him we are going to follow the
American coast north.

Mueller goes. The Captain addresses Ostermeyer and
Heinreich.

CAPT. SCHROEDER
Paul. Heinreich.

He gestures toward the navigation table. They go to the
large, flat table where the navigational charts are plotted.
Ostermeyer and Heinreich are on either side of the Captain.

CAPT. SCHROEDER
Let me see... the charts for the
North Atlantic.

Heinreich reaches into labeled slots above the desk and pulls
out a rolled map. Stretches it out onto the table.

INSERT MAP

We see the coasts of Britain, France, Germany and the Nordic
countries.

CAPT. SCHROEDER
What is the last point from which
we can divert from Hamburg to
Southampton?

The men look at the Captain.

(CONTINUED)

CONTINUED:

HEINREICH

You mean Southhampton, England?

CAPT. SCHROEDER

Yes. I want you to find a proper place near the Sussex coast to beach the St. Louis.

EXT. FANTAIL - ST. LOUIS - DAY

The ship's movement is now in marked contrast to its previous drift attitude. The fantail rises and falls as the giant screws push it through the calm Gulf Stream. There is a crowd around the little boy with the compass and protractor. Pozner, Manasee, Spanier and the younger men, crouch down around the boy as they watch him make his final calculations. He draws connecting lines to a large map. He finishes with a flourish and looks up.

BOY

We are heading east-northeast at 130 degrees. A direct course to Hamburg.

Pozner pats the boy's head and the men rise and walk off.

INT. BRIDGE - DAY

Captain, Ostermeyer, Heinrich and Wheelman. They stand in navigational area.

CAPT. SCHROEDER

I need your solemn oaths this plan will be kept in absolute secrecy by all of you.

HEINREICH

You have mine, Captain.

OSTERMEYER

Mine as well.

CAPT. SCHROEDER

Thank you.

HEINREICH

Have you thought of the consequences, Captain?

CAPT. SCHROEDER

If I take this ship to Hamburg... I am murdering nine hundred innocent people. I have no choice.

NEW ANGLE

Suddenly, from both the left and the right doors to the bridge, a group of men burst into the bridge. Pozner enters one... Manasee the other. Ostermeyer and Heinreich are over with the Wheelman. The seaman at the wheel attempts to pull the ring of an emergency siren, but he's knocked to the floor. Dr. Spanier stands in the background. The Captain stares at them, a stunned look on his face.

POZNER

(to others)

Get the radio shack!

Three men hurry off. Pozner faces the Captain.

POZNER

We are taking over the ship, in order to save our lives.

CAPT. SCHROEDER

All you are doing is laying yourselves open to a piracy charge. You have no chance to take over the St. Louis. The engine room runs this ship. My crew has arms... and innocent people will be killed.

POZNER

Then we will hold you and the others as hostages.

CAPT. SCHROEDER

Hostage for what?

POZNER

Until our course is set for a neutral country.

The Captain walks over to the Helmsman who is being held by two men.

CAPT. SCHROEDER

Release that man, now!!

The Captain's attitude weakens their resolve. They slowly release him. The Captain puts his hand on the Helmsman's arm and guides him back to the wheel. The Radiomen are brought into the bridge; they are held by four men.

CAPT. SCHROEDER

(to Wheelman)

Maintain present course.

(MORE)

(CONTINUED)

CONTINUED:

CAPT. SCHROEDER (cont'd)

(turns to Pozner)

You have behaved in a criminal manner, but I understand and sympathize with your desperation. Therefore, I will overlook this incident if you assure me you will take no further action... you have one minute to accept this offer.

Pozner and Manasee look defeated, they turn to Dr. Spanier. Spanier says nothing.

POZNER

(to Captain)

We cannot return to Germany.

CAPT. SCHROEDER

I have no intention of returning to Germany.

MANASEE

What do you mean?

CAPT. SCHROEDER

I was hoping to keep this absolutely secret, but you give me no choice. At the appropriate moment, I will divert from our present course and beach the St. Louis on the coast of Sussex. Now release these men and leave my bridge.

POZNER

Captain, understand that for two years, day after day, I've seen men crucified, drowned, shot and garrotted to death. How can I trust you? As a man? As a German? As a Captain? As what?

A long beat...

CAPT. SCHROEDER

As a Christian... There is no swastika on my sleeve.

A moment of silence.

DR. SPANIER

Release them, Aaron!

Slowly the men are released. Pozner looks at Schroeder.

(CONTINUED)

CONTINUED: (2)

POZNER

I hope to God you have told us the truth.

They slowly file out. Dr. Spanier is the last, he turns to the Captain.

DR. SPANIER

I want you to know I tried to prevent this.

The Captain puts his hand on Spanier's shoulder.

CAPT. SCHROEDER

The incident is over.

Dr. Spanier nods and goes out. The Captain turns to the Radiomen, Ostermeyer and Heinreich.

CAPT. SCHROEDER

As far as you are concerned... this incident is not 'over'... it never happened... dismissed.

DISSOLVE TO:

AERIAL SHOT - BRUSSELS - DAY

A LEGEND ON: "BRUSSELS, BELGIUM - JUNE 12, 1938."

LEGEND OFF.

DISSOLVE TO:

INT. ROYAL PALACE - DAY

Morris Troper is seated on a bench in an anteroom. A male SECRETARY is on the phone. He listens and hangs up.

SECRETARY

Prime Minister Pierlot will see you now.

Troper rises. The secretary opens two huge French doors and Troper goes inside.

INT. PRIME MINISTER PIERLOT'S OFFICE

PIERLOT is tall, handsome and immaculately dressed. He rises, comes around and extends his hand.

(CONTINUED)

CONTINUED:

PIERLOT

Sit down, Mr. Troper. I have good news for you. King Leopold will accept two hundred passengers from the St. Louis. Furthermore, he has spoken with Queen Wilhemina of Holland and she will permit two hundred as well.

Troper looks at the man in utter disbelief. He starts to speak, but Pierlot holds up his hand.

PIERLOT

Furthermore... the St. Louis can dock here in Antwerp and the Belgian government will aid in the transport of passengers going to Holland and France.

TROPER

My God, that leaves only three hundred unaccounted for... I had hoped for England, but Prime Minister Chamberlain has so far refused...

Pierlot holds his hand up.

PIERLOT

Furthermore, the King directed me to speak to the British Home Secretary Alexander Maxwell. He expects you in London within the next few hours... to make arrangements for the balance of the people on the St. Louis.

Troper starts to speak. Pierlot holds up his hand.

PIERLOT

Furthermore, we have placed a royal Belgian military plane at your disposal. It is being fueled now for your flight to London.

Troper gets to his feet in a dreamlike haze.

PIERLOT

Are you all right?

TROPER

Just a little dazed. You see, we Jews have been waiting for our Messiah for five thousand years and I never expected he would turn out to be a Belgian diplomat.

(CONTINUED)

CONTINUED: (2)

Pierlot smiles and walks him to the door.

PIERLOT
Bon voyage, Mr. Troper.

Troper seizes the man... kisses him on both cheeks and leaves.

CAMERA HOLDS on Pierlot as he touches his cheek.

DISSOLVE TO:

CLOSE SHOT - GRETA GARBO

A scene from "Anna Karenina." The scene plays for twenty seconds then flickers and fades to black.

INT. CINEMA - ST. LOUIS - NIGHT

There is a loud murmur from the six hundred adults gathered in the theatre. The lights come on, as Captain Schroeder strides to the stage in front of the screen. Mueller carries a microphone stand. Manasee, Pozner, Dr. Spanier stand behind the Captain. The murmur subsides as the Captain approaches the microphone.

CAPT. SCHROEDER
Ladies and gentlemen... I am going to read to you a cable I just received. It reads as follows:
'Final arrangements for debarkation all passengers complete. Governments of Belgium, Holland, France and England have agreed to accept passengers. The St. Louis will dock at Antwerp. Our prayers have been answered. God's speed to the St. Louis. Signed, Morris Troper.'

The Captain stands looking out. There is no immediate response. Then softly and slowly the first voices begin to sing the haunting "Hatkivah" and wave after wave of people begin to rise. Their voices swell. Then one by one, Pozner, Manasee, Dr. Spanier begin to sing. The CAMERA MOVES SLOWLY IN on the Captain to a TIGHT CLOSEUP as tears well up in his eyes.

DISSOLVE TO:

EXT. PIER - ANTWERP - ST. LOUIS - DAY

The pier is festooned with Belgian flags. The gangway is just being secured as Morris Troper comes up.

(CONTINUED)

CONTINUED:

He is met at the gangway by the Captain and Mueller. They shake hands and start aft.

ANGLE - FANTAIL SECTION - DAY

The ship's orchestra is assembled on the deck above. German sailors in their dress whites line the railings. A crowd of three hundred passengers with children at its head stand waiting for Troper. There is a great cheer as they see him. The Spanier girls have bunches of flowers; they run to Troper, curtsy and present their bouquets. The people swarm around the man who saved their lives.

ANGLE - FIRST CLASS DECK

Ruth Loewe and Mueller.

MUELLER

Goodbye, Ruth.

Ruth looks at him a moment, kisses him quickly and lightly.

RUTH

Goodbye, Frank...

She turns and goes.

ANGLE - THE FLYING BRIDGE

The Captain and Ostermeyer watch the first passengers crowding around the top of the gangway. A Belgian police officer motions them to wait.

NEW ANGLE

Dr. Spanier comes up the ladder and over to the Captain.

DR. SPANIER

Captain, can I see you alone for a moment?

They walk to the other side of the flying bridge.

DR. SPANIER

That last day in Havana I misjudged you badly. I apologize for that.

CAPT. SCHROEDER

I would have thought the same had I been in your place.

(CONTINUED)

CONTINUED:

DR. SPANIER

Well, then.. goodbye, Captain.

CAPT. SCHROEDER

Goodbye... Doctor.

They shake hands. Spanier starts away. He shakes hands with Ostermeyer and as he goes to the ladder, the Captain calls to him:

CAPT. SCHROEDER

Doctor!!

Dr. Spanier stops, turns, as the Captain comes up to him, and reaches in his pocket, takes out the Iron Cross.

CAPT. SCHROEDER

This belongs to you.

Spanier takes it. The two men look at each other for a beat, then Spanier turns and goes.

CLOSE SHOT - GANGWAY

A milling, swirling, joyous crowd cheer as the Belgian Policeman waves the first of the people off. Pozner and Manasee wait.

MANASEE

We've travelled ten thousand miles
and we're only four hundred miles
from where we started.

POZNER

You're wrong, Aaron. We're a
lifetime from where we started.

ANGLE - SHIP'S ORCHESTRA

They strike up "Auld Lang Syne."

CRANE SHOT LOW - ANGLE - THE ST. LOUIS

As the people stream off, the German crew line the rails of the ship and begin to sing the song in German, as a final salute to the passengers. The CAMERA CRANES UP and ANGLE WIDENS.

CUT TO:

EXT. FLYING BRIDGE - DAY

The Captain and Ostermeyer watch the people streaming off.

OSTERMEYER

You really cared about those Jews...

CLOSE SHOT - THE CAPTAIN

CAPT. SCHROEDER

I cared about those people.

The open sea begins to bleed through the Captain's face as we

DISSOLVE TO:

LONG SHOT - THE ST. LOUIS AT SEA - DAY

plowing through a flat sea toward Hamburg. From way off we hear a MUTED TRUMPET playing the sad and haunting "Hatkivah." It stays under the following: In the upper corner of the FRAME, a SHOT of Dr. Spanier appears.

LEGEND ON:

"Dr. Mark Spanier survived the German occupation of Holland. He and his family returned to Germany after the war."

LEGEND OFF.

Dr. Spanier's face disappears and Aaron Pozner's appears.

LEGEND ON:

"Aaron Pozner was captured by the Gestapo in Holland and sent to Auschwitz where he died."

LEGEND OFF.

Pozner's face disappears and Joseph Manasee's appears.

LEGEND ON:

"Joseph Manasee was captured in France by the Gestapo and sent to Auschwitz where he died."

LEGEND OFF.

Manasee's face disappears and Fritz Loewe's appears.

(CONTINUED)

CONTINUED:

LEGEND ON:

Fritz Loewe recovered from his suicide attempt and rejoined his family in England. They emigrated to the United States in 1947."

LEGEND OFF.

Fritz Loewe's face disappears and Alice Fienchild's appears.

LEGEND ON:

"Alice Fienchild survived the German occupation of Belgium and rejoined her family in 1946 after eight years of separation."

LEGEND OFF.

Alice Fienchild's face disappears and Otto Gunther's appears.

LEGEND ON:

"Otto Gunther was shot and killed in 1945 by a British patrol in the streets of Hamburg."

LEGEND OFF.

Otto Gunther's face disappears and Captain Schroeder's appears.

LEGEND ON:

"Captain Gustav Schroeder never returned to sea. He was put on trial for war crimes for being the Captain of the St. Louis and was acquitted. The survivors of the St. Louis kept him in food and shelter until his death."

LEGEND OFF.

The Captain's face disappears and the MOVING SHOT of the St. Louis HOLDS the SCREEN. FRAME FREEZES.

LEGEND ON:

"The St. Louis was destroyed at its Hamburg mooring in the great British fire raids of March, 1944."

LEGEND OFF.

The FROZEN FRAME slowly turns into a BLACK AND WHITE STILL SHOT of the St. Louis... a burned out hulk at its berth in Hamburg. The STILL IS FULL and...

(CONTINUED)

CONTINUED: (2)

LEGEND ON:

"Out of the nine hundred and thirty-seven passengers, six hundred perished in Nazi Germany's final solution. Those who survived owed their lives to the kindness of a handful of strangers."

LEGEND OFF.

The trumpet playing "Hatkivah" swells - as the STILL HOLDS and SLOWLY GOES TO BLACK.

FADE OUT.

THE END